

10-24-2003

Attorney's Docket No. .B1133.40000US00



FORM PTO-1594
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)

102582715

COVER SHEET
FILED
U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the : Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): 9.29.03
Beatrice Bakery Co., Inc.
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies) SEP 29 2003
Name: **Beatrice Bakery Company**
Internal Address:
Street Address: **201 South 5th Street**
Beatrice, Nebraska 68310
 Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other _____

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: yes no
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

Execution Date: February 21, 2002

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)
2,172,227; 617,936; 789,403 and 1,301,980

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence Concerning document should be mailed:

Name: **David Wolf**
Address: **WOLF, GREENFIELD & SACKS, P.C.**
Federal Reserve Plaza
600 Atlantic Avenue
Boston, MA 02210

6. Total number of applications and registrations involved:..... **[4]**

7. Total fee (37 CFR 3.41).....\$ **115.00**

Enclosed

8. Deposit Account No. **23/2825**

DO NOT USE THIS SPACE

9. Statement and signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

David Wolf
Name

David Wolf
Signature

9/26/03
Date

Total number of pages including cover sheet, attachments, and document: **[2]**

Mail documents to be recorded with required cover sheet information to:
Box Assignment, , 2900 Crystal Drive, Arlington VA 22202-3514

10/23/2003 ECDOPER 00000172 2172227

01 FC:8521
02 FC:8522
739408.1

40.00 OP
75.00 OP

TRADEMARK
REEL: 002850 FRAME: 0571

STATE OF

NEBRASKA



United States of America,
State of Nebraska } ss.

Department of State
Lincoln, Nebraska

I, John A. Gale, Secretary of State of Nebraska do hereby certify;

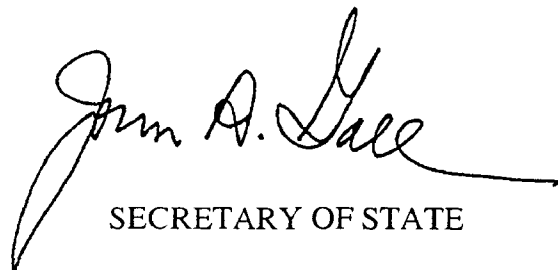
the attached is a true and correct copy of Articles of Incorporation of

BEATRICE BAKERY COMPANY

with its registered office located in BEATRICE, Nebraska, as filed in
this office on February 1, 2002.

In Testimony Whereof,

I have hereunto set my hand and
affixed the Great Seal of the State of
Nebraska on February 1, in the year
of our Lord, two thousand two.



SECRETARY OF STATE



09-29-2003

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #64

TRADEMARK
REEL: 002850 FRAME: 0572

AFFIDAVIT OF PUBLICATION

STATE OF NEBRASKA, }
GAGE COUNTY } SS.

NOTICE OF INCORPORATION OF BEATRICE BAKERY COMPANY

Notice is hereby given that BEATRICE BAKERY COMPANY has been incorporated under the laws of the State of Nebraska, and that its initial registered agent is Greg Leech and its initial registered office is located at 1217 Jane Way, Beatrice, Nebraska 68310. The general nature of the business to be transacted by the corporation is to carry on business as bakers and manufacturers of, and dealers in bread and bread products, pastry, cakes, pies, biscuits, crackers, confectionery, fruitcakes and specialty cakes and other food products and the various substances and ingredients generally used in such products; and to construct, purchase, lease, and sell mills, factories, bake houses, shops, buildings, machinery, and appliances suitable for those enterprises and all lawful business authorized by its Articles of Incorporation and the Nebraska Business Corporation Act. The authorized capital stock of the company is 10,000 shares of common stock with a par value of \$1.00 per share, and said stock shall be fully paid in cash or property when issued. The corporation commenced existence upon the filing and recording of its Articles of Incorporation with the Secretary of State on February 1, 2002; and it shall have perpetual existence. The affairs of the corporation shall be conducted by the Board of Directors and such officers as may be prescribed by the by-laws or appointed by the Board of Directors.

Greg Leech, Incorporator
1217 Jane Way
Beatrice, NE 68310
Ronald J. Young, Incorporator
1502 Woodland Ave
Beatrice, NE 68310

James L. Nelson, #16335
DALKE, SMITH, HARRIS, NELSON & TESSENDORF
Attorneys at Law
609 Elk Street, P.O. Box 727
Beatrice, Nebraska 68310
(402) 223-5257

February 7, 14, 21, 2002

Lori Carel, being first duly sworn on oath, says that he/she is the Chief Clerk of the Beatrice Daily Sun, a legal daily newspaper printed & published in Gage County, Nebraska, and having a bonafide circulation of more than 300 copies of each issue; that the notice, a true copy of which is hereto attached was published in each and every Thursday issue of said newspaper for 3 consecutive weeks, the first publication being on the 7th day of February, 2002; and the last publication being on the 21st day of February, 2002; that said newspaper had been published in whole or in part in the office of said county from which distribution took place, for more than 52 consecutive weeks prior to the publication of said notice.

Lori Carel (handwritten signature)

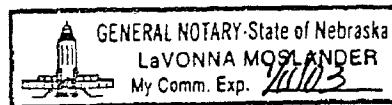
Subscribed in my presence and sworn to before me this 21st day of February, 2002.

LaVon Moslander (handwritten signature)

Notary Public

My commission expires 01/11/03

First week.....\$ 30.15
Subsequent weeks.....\$ 52.80
Total.....\$ 82.95



DEPARTMENT OF THE TREASURY
INTERNAL REVENUE SERVICE
OGDEN UT 84201

DATE OF THIS NOTICE: 03-13-2002
NUMBER OF THIS NOTICE: CP 575 A
EMPLOYER IDENTIFICATION NUMBER: 46-0468410
FORM: SS-4
0533355046 B

BEATRICE BAKERY COMPANY
% GREG LEECH
PO BOX 727
BEATRICE NE 68310

FOR ASSISTANCE CALL US AT:
1-800-829-1040

OR WRITE TO THE ADDRESS
SHOWN AT THE TOP LEFT.

IF YOU WRITE, ATTACH THE
STUB OF THIS NOTICE.

WE ASSIGNED YOU AN EMPLOYER IDENTIFICATION NUMBER (EIN)

Thank you for your Form SS-4, Application for Employer Identification Number (EIN). We assigned you EIN 46-0468410. This EIN will identify your business account, tax returns, and documents, even if you have no employees. Please keep this notice in your permanent records.

Use your complete name and EIN shown above on all federal tax forms, payments and related correspondence. If you use any variation in your name or EIN, it may cause a delay in processing and incorrect information in your account. It also could cause you to be assigned more than one EIN.

Based on the information shown on your Form SS-4, you must file the following forms(s) by the date we show.

Form 1120

03/15/2003

Your assigned tax classification is based on information obtained from your Form SS-4. It is not a legal determination of your tax classification and is not binding on the IRS. If you want a determination on your tax classification, you may seek a private letter ruling from the IRS under the procedures set forth in Rev. Proc. 98-01, 1998-1 I.R.B. 7 (or the superceding revenue procedure for the year at issue).

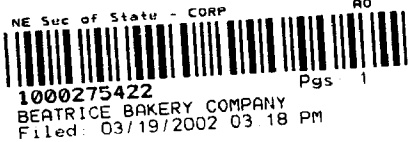
If you need help in determining what your tax year is, you can get Publication 538, Accounting Periods and Methods, at your local IRS office.

If you have questions about the forms shown or the date they are due, you may call us at 1-800-829-1040 or write to us at the address shown above.

If you're required to deposit for employment taxes (Forms 941, 943, 940, 945, CT-1, or 1042), excise taxes (Form 720), or income taxes (Form 1120), we will send an initial supply of Federal Tax Deposit (FTD) coupon books within six weeks. You can use the enclosed coupons if you need to make a deposit before you receive your supply.

**DOMESTIC CHANGE OF
REGISTERED AGENT and/or OFFICE**

Submit in Duplicate



John A. Gale, Secretary of State
Room 1305 State Capitol, P.O. Box 94608
Lincoln, NE 68509
<http://www.nol.org/home/SOS/>

The following corporation, pursuant to the laws of the state of Nebraska, does hereby wish to change its Registered Agent and/or Registered Office.

Name of Corporation BEATRICE BAKERY COMPANY

Previous:

Registered Agent: Greg Leech

Registered Office: 1217 Jane Way Beatrice NE 68310
Street Address City Zip

New:

Registered Agent: Greg Leech

Registered Office*: 201 South 5th Street Beatrice NE 68310
Street Address City Zip

* The street address of the registered office and the street address of the registered agent must be identical.

DATED March 13, 2002

Greg Leech
Signature
Greg Leech / Incorporator
Printed Name/Title

NOTE: Every filing must be signed by the chairperson of the board of directors, the president, or one of the officers of the corporation. If the corporation has not yet been formed or directors have not yet been selected, the filing shall be signed by an incorporator. If the corporation is in the hands of a receiver, trustee, or other court appointed fiduciary, the filing shall be signed by that fiduciary.

Registered Agent: Please check A (current agent) or B (new agent) below and sign

A. I hereby state that the above named corporation has been notified of the change in address of my registered office.

B. I hereby consent to act as registered agent for the above named corporation.

Greg Leech **Greg Leech**
Signature of Registered Agent

FILING FEE: \$30.00