

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Interstate Brands West Corporation		05/30/2004	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Interstate Bakeries Corporation
Street Address:	12 E. Armour Blvd.
City:	Kansas City
State/Country:	MISSOURI
Postal Code:	64111
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 152

Property Type	Number	Word Mark
Registration Number:	1490409	1853 EMPEROR NORTON ORIGINAL SAN FRANCISCO SOURDOUGH SNACKS "CRISPY"
Registration Number:	1220211	EMPEROR NORTON 1853 ORIGINAL
Registration Number:	0642126	A VARIETY BREAD
Registration Number:	0669675	A WEBER'S VARIETY BREAD
Registration Number:	1054035	ALL KINDS OF CAKES FOR ALL KINDS OF TASTES
Registration Number:	2641675	AMERICA'S FAVORITE SNACK CAKES
Registration Number:	0889795	ANOTHER BLUE SEAL VARIETY
Registration Number:	1848412	AUTHENTIC SAN FRANCISCO SOURDOUGH SINCE 1856
Registration Number:	1732156	AUTUMN WHEAT
Registration Number:	1858759	BAGEL BABYS
Registration Number:	1686592	BAHAMA
Registration Number:	0771547	BAHAMA
Registration Number:	0769262	BAHAMA
Registration Number:	1686591	BAHAMA

CH \$3815.00 1490409

Registration Number:	1610705	BANANA DREAM
Registration Number:	1553927	BANANA DREAMS
Registration Number:	2019748	BAY BRIDGE
Registration Number:	0902723	BEEFSTEAK
Registration Number:	1329918	BELLA ROMA
Registration Number:	1015403	BETTER WAY
Registration Number:	1096203	BIG DELIGHT
Registration Number:	0658858	BIG WHEEL
Registration Number:	1689203	SNACKIN' BITE-SIZE FUN
Registration Number:	0771554	BLUE RIBBON
Registration Number:	0654228	BLUE SEAL
Registration Number:	0766033	BLUE SEAL
Registration Number:	1199745	BRANATURAL
Registration Number:	1106773	BRAUN'S
Registration Number:	1454551	BREAD DU JOUR
Registration Number:	1305878	BREAD BED
Registration Number:	1845798	BREAD DU JOUR
Registration Number:	1609249	BREAKFAST BAKERY BAKE SHOP
Registration Number:	1107451	BREAKFAST BAKE SHOP
Registration Number:	1693366	BROWNIE BITES
Registration Number:	2539777	BROWN'S CLASSIC
Registration Number:	1061799	BUTTERBURGER
Registration Number:	1468691	BUTTERCRUMB
Registration Number:	1165717	BUTTERMAID
Registration Number:	721100	BUTTERNUT
Registration Number:	0620968	BUTTERNUT
Registration Number:	1015409	BUTTERNUT
Registration Number:	2014884	CAKE DELIGHTS
Registration Number:	2032721	CAKES TO GO
Registration Number:	2805538	CAROMEL
Registration Number:	1883075	CELLINI'S
Registration Number:	0808597	CERTIFIED
Registration Number:	1897068	CHAMPION
Registration Number:	1068650	CHEESECAKE DELITES
Registration Number:	1451100	CHIPTOPS

Registration Number:	1539474	CHOCO-DELIGHTS
Registration Number:	1091513	CHOCO-DILES
Registration Number:	1753359	CHOCO-LICIOUS
Registration Number:	1717159	CINNAMINIS
Registration Number:	0920813	CJP'S DUTCH HEARTH
Registration Number:	2701524	COCO-BITES
Registration Number:	1442338	COLOMBO
Registration Number:	1453371	COLOMBO OAKLAND SAN FRANCISCO "BAY AREA'S FINEST"
Registration Number:	0725686	CONTINENTAL
Registration Number:	0550519	COOK BOOK
Registration Number:	0231077	COOK BOOK
Registration Number:	1521170	COOL HERB
Registration Number:	1644539	COTTON'S
Registration Number:	1510345	COUNTESS
Registration Number:	0806056	COUNTY FAIR
Registration Number:	1451126	COUNTY FAIR
Registration Number:	2141955	COUNTY FAIR
Registration Number:	1306267	CREME BOATS
Registration Number:	2390551	CRISPY SNACKS
Registration Number:	0671912	CUBBISON'S
Registration Number:	1729639	D'AGOSTINO'S
Registration Number:	1478890	DAFFODIL FARM
Registration Number:	0698266	DAFFODIL FARM
Registration Number:	1394261	DANISH ROLLERS
Registration Number:	0823474	DANISH VILLAGE
Registration Number:	0851985	DANISH VILLAGE
Registration Number:	0586855	
Registration Number:	0650218	
Registration Number:	729525	
Registration Number:	780661	
Registration Number:	873138	
Registration Number:	0270774	
Registration Number:	885969	
Registration Number:	962988	

Registration Number:	965218	
Registration Number:	1011655	
Registration Number:	1100298	CHAUNCY
Registration Number:	1394241	
Registration Number:	1395082	
Registration Number:	1818543	WONDER
Registration Number:	2358919	
Registration Number:	1861429	
Registration Number:	1883074	
Registration Number:	1299772	DEVIL'S DELITE
Registration Number:	226218	DEVIL DOGS
Registration Number:	2134517	DEVIL DOGS
Registration Number:	2135953	DEVIL DOGS
Registration Number:	2391473	DI CARLO
Registration Number:	2265139	DING DONGS
Registration Number:	629265	DIXIE RYE
Registration Number:	2700741	DOLLY
Registration Number:	375163	DOLLY MADISON
Registration Number:	2352167	DOLLY MADISON BAKERY MEGA MUFFINS
Registration Number:	1155789	DOLLY MADISON NEAT-TO-EAT TREATS
Registration Number:	1456720	DOLLY MADISON BAKERY
Registration Number:	1236605	DOLLY MADISON
Registration Number:	1297893	DOLLY MADISON TREATS YOU RIGHT.
Registration Number:	1930504	DOLLY MADISON BAKERY FUN PACKS
Registration Number:	1962385	DOLLY A.M.
Registration Number:	1230142	DOLLY MADISON DONUT GEMS
Registration Number:	1456719	DOLLY MADISON BAKERY
Registration Number:	1294743	DOLLY'S
Registration Number:	1094653	DONETTE GEMS
Registration Number:	1129357	DONETTES
Registration Number:	2239189	DON'T BAKE IT. . .DRAKE IT
Registration Number:	1172485	DOZY OATS
Registration Number:	654219	DRAKE'S
Registration Number:	2139074	DRAKE'S
Registration Number:	2048148	DUDES

Registration Number:	1138019	DUTCH HEARTH
Registration Number:	1343051	EDDY'S
Registration Number:	1219342	EMPEROR NORTON
Registration Number:	858024	FARM CREST BUTTERMAID
Registration Number:	1420325	FISHERMAN'S WHARF
Registration Number:	1314880	THE FLAVOR OF NEW ENGLAND
Registration Number:	728617	FORK-SPLIT
Registration Number:	2021264	FORTY NINER
Registration Number:	2464906	FREDDY THE FRESH GUY
Registration Number:	1025510	FRESH & NATURAL
Registration Number:	1226097	FRESHNESS YOU CAN TASTE
Registration Number:	799618	FRUIT DOODLES
Registration Number:	898833	FUN BUNS
Registration Number:	728627	FUNNY BONES
Registration Number:	2457166	GETS YOU GOING!
Registration Number:	1210138	GLAZED & RAISED
Registration Number:	1362235	GOLDEN HONEY
Registration Number:	1297892	GOOD GOLLY IT'S A DOLLY!
Registration Number:	741681	GOOD CHEER
Registration Number:	1843823	GOOD HEARTH
Registration Number:	1645417	GOOD FOR YOUR HEART
Registration Number:	1753356	GRANDMA EMILIE'S
Registration Number:	1776686	GRANDMA EMILIE'S
Registration Number:	1905106	HARVEST RIDGE
Registration Number:	862090	HEAVENLY LOAF
Registration Number:	2300141	HELPS BUILD STRONG BODIES
Registration Number:	719005	HELPS BUILD STRONG BODIES 12 WAYS
Registration Number:	2143589	HO HO HO'S
Registration Number:	862477	HO HOS
Registration Number:	2119823	HOME PRIDE
Registration Number:	1785724	HOME PRIDE
Registration Number:	1649834	HOME PRIDE BUTTER TOP
Registration Number:	214191	HOME PRIDE
Registration Number:	126368	HOSTESS

CORRESPONDENCE DATA

Fax Number: (816)474-9057

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 816-474-9050

Email: vbs@hoveywilliams.com

Correspondent Name: Thomas H. Van Hoozer

Address Line 1: 2405 Grand Blvd., Suite 400

Address Line 4: Kansas City, MISSOURI 64108

ATTORNEY DOCKET NUMBER:	1724.477 - ASSIGNMENTS
NAME OF SUBMITTER:	Thomas H. Van Hoozer

Total Attachments: 3

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"INTERSTATE BRANDS WEST CORPORATION", A DELAWARE CORPORATION,

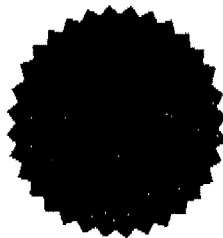
WITH AND INTO "INTERSTATE BAKERIES CORPORATION" UNDER THE NAME OF "INTERSTATE BAKERIES CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF MAY, A.D. 2004, AT 2:09 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTIETH DAY OF MAY, A.D. 2004, AT 1:01 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2137179 8100M

040395939



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3138787

DATE: 05-27-04

TRADEMARK
REEL: 002875 FRAME: 0673

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:22 PM 05/27/2004
FILED 02:09 PM 05/27/2004
SRV 040395939 - 2137179 FILE

CERTIFICATE OF OWNERSHIP AND MERGER
Relating to the Merger of
INTERSTATE BRANDS WEST CORPORATION
(a Delaware Corporation)
INTO
INTERSTATE BAKERIES CORPORATION
(a Delaware Corporation)

The undersigned, Interstate Bakeries Corporation, a Delaware corporation (the "Company"), in accordance with Section 253 of the General Corporation Law of Delaware, does hereby certify that:

I. The Company is a Delaware corporation, originally incorporated as IBC Holdings Corp. on September 9, 1987.

II. The Company owns, and will continue to own until the effectiveness of the merger contemplated hereby, 100% of the outstanding shares of common stock of Interstate Brands West Corporation, a Delaware corporation incorporated on April 29, 1998 ("Brands West"), and such common stock constitutes the only issued and outstanding class of capital stock of Brands West.

III. The following resolutions were duly adopted by a Unanimous Written Consent of the Board of Directors of the Company, as of May 25, 2004, and set forth the plan of merger whereby Brands West is to be merged with and into the Company, with the Company to be the surviving corporation:

WHEREAS, the Company owns 100% of the issued and outstanding shares of common stock of Brands West and such common stock constitutes the only issued and outstanding class of capital stock of Brands West; and

WHEREAS, it is advisable and in the best interest of the Company and its stockholders that, as a part of a proposed restructuring of the holdings and subsidiaries of the Company, Brands West be merged with and into the Company pursuant to Section 253 of the Delaware General Corporation Law, with the Company to be the surviving entity (the "Merger"), in order that the assets and business of Brands West shall be owned and operated by the Company.

NOW THEREFORE, BE IT RESOLVED, that the Company and Brands West enter into and effect the Merger;

FURTHER RESOLVED, that the appropriate officers of the Company be, and each of them hereby is, authorized to execute and deliver a Certificate of Ownership and Merger setting forth these resolutions with the Secretary of State of Delaware;

FURTHER RESOLVED, that the officers of the Company be, and they hereby are, authorized and directed to do all acts and things, whether within or without the State of Delaware, which may be necessary or proper to effect the Merger.

* * *

IN WITNESS WHEREOF, the Company has authorized the undersigned to execute this certificate this 26th day of May, 2004, effective as of 1:01 a.m. EDT, May 30, 2004. . Such execution shall constitute acknowledgement by the person signing this instrument that it is the act and deed of the Company and that the facts stated herein are true.

By: 
Authorized Officer

Name: Kent B. Magill

Title: Vice President, General Counsel and
Corporate Secretary