

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	MERGER
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
The Wornick Company		12/02/1999	CORPORATION: TEXAS

RECEIVING PARTY DATA	
Name:	The Wornick Company
Street Address:	10825 Kenwood Road
City:	Cincinnati
State/Country:	OHIO
Postal Code:	45242
Entity Type:	CORPORATION: NEVADA

PROPERTY NUMBERS Total: 3		
Property Type	Number	Word Mark
Registration Number:	2058220	MIL SPEC MADE IN USA
Registration Number:	2446771	WORNICK FAMILY FOODS
Registration Number:	2563412	WORNICK FAMILY FOODS

CORRESPONDENCE DATA	
Fax Number:	(513)768-8909
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	513-768-8901
Email:	bill@iplawrambo.com
Correspondent Name:	William Rambo
Address Line 1:	414 Walnut Street, Suite 508
Address Line 4:	Cincinnati, OHIO 45202-3913

NAME OF SUBMITTER:	William Rambo
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Office of the Secretary of State

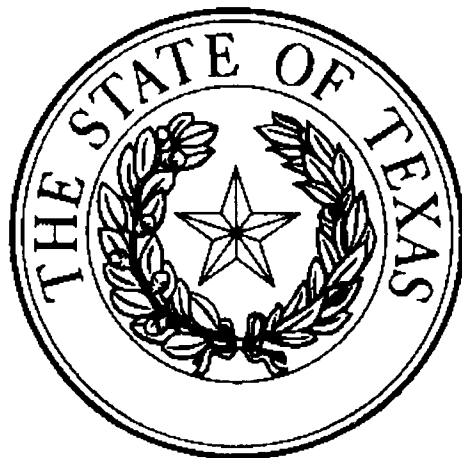
The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

THE WORNICK COMPANY
Filing Number: 39887200

Articles Of Merger

December 13, 1999

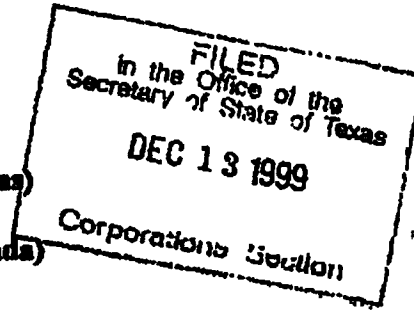
In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on July 09, 2004.



A handwritten signature in black ink, appearing to read "G. Connor".

Geoffrey S. Connor
Secretary of State

**ARTICLES OF MERGER
OF
THE WORNICK COMPANY (Texas)
WITH AND INTO
THE WORNICK COMPANY (Nevada)**



The undersigned corporations, acting pursuant to Chapter 92A of the Nevada Revised Statutes and Part Five of the Texas Business Corporation Act, do hereby adopt the following Articles of Merger for the purpose of merging The Wornick Company, a Texas corporation, with and into The Wornick Company, a Nevada corporation:

1. The name and jurisdiction of organization of each constituent entity that is a party to the merger are:
 - (a) Name: The Wornick Company (the "Merged Corporation")
Jurisdiction: Texas corporation
 - (b) Name: The Wornick Company (the "Surviving Corporation")
Jurisdiction: Nevada corporation
2. A plan of merger has been duly approved and adopted by each corporation.
3. A complete executed plan of merger is on file at the registered office of the Surviving Corporation, being One East First Street, Reno, Nevada 89501, c/o The Corporation Trust Company, and at the principal place of business of the Surviving Corporation, being 10825 Kenwood Road, Cincinnati, Ohio 45242. A copy of the plan of merger will be furnished by the Surviving Corporation on written request and without cost to any shareholder of either corporation.
4. No amendments or changes to the articles of incorporation of the Surviving Corporation are to be effected by the merger.
5. The approval of the shareholders of the Merged Corporation was required to approve the merger and the plan of merger was submitted to the shareholders for approval. The Merged Corporation had 5,000,000 shares of stock outstanding, all of which were entitled to vote on the plan of merger. The number of shares voted for the plan of merger was 4,855,274 and the number of shares voted against the plan of merger was 71,649.

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6. The approval of the shareholders of the Surviving Corporation was required to approve the merger and the plan of merger was submitted to the shareholders for approval. The Surviving Corporation had 100 shares of stock outstanding, all of which were entitled to vote on the plan of merger. The number of shares voted for the plan of merger was 100 and the number of shares voted against the plan of merger was 0.
7. The approval of the plan of merger was duly authorized by each corporation by all action required under the respective laws under which each corporation was incorporated and by each corporation's respective constituent documents.
8. The effective date of merger shall be delayed until 11:59 p.m. on December 31, 1999, at which such time and date these Articles of Merger shall be effective.
9. The Surviving Corporation will be responsible for the payment of all fees and franchise taxes required by law, whether owed by the Surviving Corporation or the Merged Corporation, and the Surviving Corporation will pay such fees and franchise taxes if the same are not timely paid.

CORPORATION 11111111

IN WITNESS WHEREOF, the undersigned, constituting the duly authorized officers of The Wornick Company, the surviving Nevada corporation, and The Wornick Company, the merging Texas corporation, hereby execute these Articles of Merger as of the 2ND day of December, 1999.

SURVIVING CORPORATION:

MERGING CORPORATION:

THE WORNICK COMPANY

THE WORNICK COMPANY

By: [Signature]
 Name: KONALD C. WORNICK
 Title: President & CEO

By: [Signature]
 Name: KONALD C. WORNICK
 Title: President & CEO

By: [Signature]
 Larry L. Rose, Secretary

By: [Signature]
 Larry L. Rose, Secretary

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