

FORM PTO-1594 (Modified)
(Rev. 10/02)
OMB No. 0851-0027 (exp. 8/30/2005)
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RECORDATION FORM COVER SHEET

Docket No.:

T27,407 USA

TRADEMARKS / SERVICE MARKS ONLY

Tab settings

To the Director of the United States Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Lasco Acquisition Co., Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State **California**
 Other _____

Additional names(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: **Ocean Beauty Seafoods, Inc.**

Internal Address: _____

Street Address: **1101 W. Ewing Street**

City: **Seattle** State: **WA** ZIP: **98107**

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State **Washington**
 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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: **August 9, 1996**

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

A. Trademark / Service Mark Application No.(s)

B. Trademark / Service Mark Registration No.(s)
2,187,319

Additional numbers attached? Yes No

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

Name: **Bryna S. Silver**

Internal Address: **Synnestvedt & Lechner LLP**
2600 Aramark Tower

Street Address: **1101 Market Street**

City: **Philadelphia** State: **PA** ZIP: **19107**

6. Total number of applications and registrations involved: **1**

7. Total fee (37 CFR 3.41):.....\$ **\$40.00**

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
19-5425

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.

Bryna S. Silver *Bryna Silver* **11/18/04**
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: **12**

Mail documents to be recorded with required cover sheet information to:
Mail Stop Recordation Services
Director of the United States Patent and Trademark Office
P.O. Box 1450, Alexandria, VA 22313-1450

OP \$40.00 2187319



D525038

SECRETARY OF STATE

CORPORATION DIVISION

I, *BILL JONES*, Secretary of State of the State of California, hereby certify.

That the annexed transcript has been compared with the corporate record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this

AUG 13 1996



Bill Jones

Secretary of State TRADEMARK

REEL: 002980 FRAME: 0007

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ENDORSED
FILEDIn the office of the Secretary of State
of the State of California

AUG 9 1996


BILL JONES, Secretary of State

ARTICLES OF MERGER
LASCCO ACQUISITION CO., INC.
INTO
OCEAN BEAUTY SEAFOODS, INC.

Pursuant to the provisions of Chapter 11 of the California Corporations Code, and the Washington Business Corporation Act, RCW 23B, and effective as of the 9th day of August, 1996, the undersigned corporations hereby submit the following Articles of Merger for filing for the purpose of merging LASCCO ACQUISITION CO., INC., a California corporation (the "Merged Corporation"), into OCEAN BEAUTY SEAFOODS, INC., a Washington corporation (the "Surviving Corporation").

ARTICLE I

The Plan of Merger of the Merged Corporation into the Surviving Corporation is attached as Exhibit A and incorporated by this reference as if fully set forth herein.

ARTICLE II

The Merged Corporation has 756,132 shares of common stock and 122,616 shares of preferred stock issued and outstanding. All of said shares approved the merger. The Surviving Corporation has 2,002.1 shares of common stock issued and outstanding. All of said shares approved the merger. The merger was duly approved by the shareholders pursuant to RCW 23B.11.030.

DATED this 9 day of August, 1996.

OCEAN BEAUTY SEAFOODS, INC.

LASCCO ACQUISITION CO., INC.

By [Signature]
Michael D. Selby, Chairman
of the Board and Chief
Executive Officer

By [Signature]
Howard B. Klein, Chairman of
the Board and Chief Executive
Officer

I, Michael D. Selby, as Chairman of the Board of Ocean Beauty Seafoods, Inc., certify under penalty of perjury of law that the information contained in these Articles of Merger is true and accurate.

Dated: August 9, 1996

[Signature]
Michael D. Selby

I, Howard B. Klein, as Chairman of the Board of Lascco Acquisition Co., Inc., certify under penalty of perjury of law that the information contained in these Articles of Merger is true and accurate.

Dated: August 9, 1996

[Signature]
Howard B. Klein

PLAN OF MERGER

THIS PLAN OF MERGER, effective as of the 9th day of August, 1996, by and between LASCCO ACQUISITION CO., INC., a California corporation (the "Merged Corporation"), and OCEAN BEAUTY SEAFOODS, INC., a Washington corporation (the "Surviving Corporation").

R E C I T A L S :

- A. The Merged Corporation is a corporation organized and existing under the laws of the state of California.
- B. The Surviving Corporation is a corporation organized and existing under the laws of the state of Washington.
- C. The Board of Directors and the shareholders of the Merged Corporation and the Surviving Corporation, respectively, deem it advisable for the Merged Corporation to merge with and into the surviving Corporation.

NOW, THEREFORE, in consideration of the mutual covenants and agreements contained herein, the Merged Corporation and the Surviving Corporation hereby agree to the following Plan of Merger:

1. Names of Constituent Corporations. LASCCO Acquisition Co., Inc. will be merged with and into Ocean Beauty Seafoods, Inc. Ocean Beauty Seafoods, Inc. will be the Surviving Corporation.
2. Terms and Conditions of Merger. Upon the effective date of the merger: the separate corporate existence of the Merged Corporation shall cease; title to all real estate and other property owned by the Merged Corporation or the Surviving Corpora-

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tion shall be vested in the Surviving Corporation without reversion or impairment; and the Surviving Corporation shall have all rights and liabilities of the Merged Corporation and the Surviving Corporation. Any proceeding pending by or against the Merged Corporation or the Surviving Corporation may be continued as if such merger did not occur, or the Surviving Corporation may be substituted in the proceeding for the Merged Corporation.

3. Governing Law. The laws of the state of Washington shall govern the Surviving Corporation.

4. Name. The name of the Surviving Corporation shall be Ocean Beauty Seafoods, Inc.

5. Registered Office and Agent. The address of the registered office of the Surviving Corporation shall be 1100 West Ewing Street, Seattle, WA 98107. The registered agent shall be Douglas A. Duehning.

6. Accounting. The assets and liabilities of the Merged Corporation and the Surviving Corporation as of the effective date of the merger shall be taken up on the books of the Surviving Corporation at the amounts at which they are carried at that time on the respective books of the Merged and Surviving Corporations.

7. Articles of Incorporation. The Articles of Incorporation of Ocean Beauty Seafoods, Inc., as of the effective date of the merger, shall constitute the Articles of Incorporation of the Surviving Corporation until the same shall be altered or amended in accordance with the provisions thereof.

8. Bylaws. The Bylaws of Ocean Beauty Seafoods, Inc., as of the effective date of the merger shall be the Bylaws of the Surviving Corporation until the same shall be altered or amended in accordance with the provisions thereof.

9. Directors and Officers. The directors and officers of Ocean Beauty Seafoods, Inc., as of the effective date of the merger shall be the directors of the Surviving Corporation until their respective successors are duly elected and qualified.

10. Manner and Basis of Converting Shares. As of the effective date of the merger: (a) all outstanding common shares of the Merged Corporation shall be converted into 698 shares of the Surviving Corporation; (b) all of the outstanding preferred shares of the Merged Corporation shall be canceled; and (c) each outstanding share of Ocean Beauty Seafoods, Inc. shall be and remain an outstanding share of common stock of the Surviving Corporation.

IN WITNESS WHEREOF, this Plan of Merger has been adopted by the undersigned corporations as of this 9th day of August, 1996.

OCEAN BEAUTY SEAFOODS, INC.

LASCCO ACQUISITION CO., INC.

By Michael D. Selby
Michael D. Selby, Chairman
the Board and Chief Executive
Officer

By Howard B. Klein
Howard B. Klein, Chairman of
the Board and Chief Executive
Officer