

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2004		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Rosenberger's Dairies, LLC		12/31/2004	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	HP Hood LLC		
Street Address:	90 Everett Avenue		
Internal Address:	Suite 200		
City:	Chelsea		
State/Country:	MASSACHUSETTS		
Postal Code:	02150		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2066848	ROSENBERGER'S DAIRIES	
CORRESPONDENCE DATA			
Fax Number:	(617)523-1231		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	617.570.1292		
Email:	mrovner@goodwinprocter.com		
Correspondent Name:	Miriam J. Rovner, Senior Paralegal		
Address Line 1:	Exchange Place, 53 State Street		
Address Line 2:	Attention: Goodwin Procter LLP		
Address Line 4:	Boston, MASSACHUSETTS 02109-2881		
NAME OF SUBMITTER:	Miriam J. Rovner		
Signature:	/Miriam J. Rovner/		

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TRADEMARK
REEL: 003001 FRAME: 0829

Date:

01/05/2005

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 MERGER, WHICH MERGES:

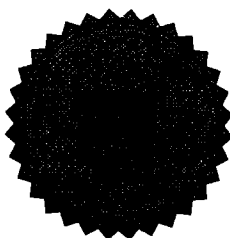
"ROSENBERGER'S DAIRIES, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "HP HOOD LLC" UNDER THE NAME OF "HP HOOD LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF DECEMBER, A.D. 2004, AT 12:40 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2004, AT 11:59 O'CLOCK P.M.

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3587482

DATE: 12-30-04

TRADEMARK
REEL: 003001 FRAME: 0831

CERTIFICATE OF MERGER

of

ROSENBERGER'S DAIRIES, LLC

with and into

HP HOOD LLC

Pursuant to Section 18-209 of the Delaware Limited Liability Company Act (the "Act"), the undersigned surviving limited liability company submits the following Certificate of Merger for filing and certifies that:

1. The name and jurisdiction of formation of the limited liability companies which are to merge are:

<u>Name</u>	<u>Jurisdiction</u>
Rosenberger's Dairies, LLC ("Rosenberger's")	Delaware
HP Hood LLC ("Hood")	Delaware

2. An Agreement and Plan of Merger (the "Merger Agreement") has been approved and executed in accordance with the provisions of Section 18-209 of the Act by each of Rosenberger's and Hood.
3. The name of the surviving limited liability company is HP Hood LLC.
4. The Merger Agreement is on file at the place of business of Hood located at 90 Everett Avenue, Suite 200, Chelsea, MA 02150.
5. A copy of the Merger Agreement will be furnished by Hood on request and without cost to any member of Rosenberger's or Hood.
6. The Merger shall be effective at 11:59 p.m., Eastern Standard Time on December 31, 2004.

IN WITNESS WHEREOF, this Certificate of Merger has been duly executed as of December 30, 2004, and is being filed in accordance with Section 18-209 of the Act by an authorized person of the surviving limited liability company in the merger.

HP HOOD LLC

By:



John A. Kaneb, its President

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