

08-09-2004

Form PTO-1594
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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents

original documents or copy thereof.

1. Name of conveying party(ies):
Brach Van Houten Holding Inc.

Individuals Association
 General Partnership - Limited Partnership
 Corporation-State - Delaware
 Other

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

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

Name: Brach's Confections Holding, Inc.
 Internal Address: Suite 200
 Street Address: 19111 North Dallas Parkway
 City: Dallas State: Texas ZIP: 75287

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation- Delaware
 Other _____

3. Nature of conveyance:

Assignment Merger
 Security Interest Change of Name
 Other _____

Execution Date: June 2, 1999

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)

Additional numbers attached? Yes No

Trademark Registration No.(s)
2114633 and 2114670

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Rachael Sanderson
 Internal Address: c/o White & Case LLP

Street Address: 1155 Avenue of the Americas
 City: New York State: NY ZIP: 10036

6. Total number of applications and registration involved 2

7. Total fee (37 CFR 3.41): \$ 65.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
23-1705 (in event of deficiency)
 (Attach duplicate copy of this page if paying by deposit account)

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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.

Rachael Sanderson Rachael Sanderson 8/4/04
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 3

OMB No. 0651-0011 (exp. 4/94)

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01 FC:8521 40.00 OP
 02 FC:8522 25.00 OP

NEWYORK 4216494 (2K)

TRADEMARK
 REEL: 003022 FRAME: 0732

CERTIFICATE OF AMENDMENT
of the
CERTIFICATE OF INCORPORATION
of
BRACH VAN HOUTEN HOLDING INC.

Brach Van Houten Holding Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (hereinafter called the "Corporation") DOES HEREBY CERTIFY:

1. The certificate of incorporation of the Corporation is hereby amended by striking out Article 1 ("FIRST") thereof and by substituting in lieu of said Article the following new Article 1 to read as follows:

"FIRST: The name of the Corporation is Brach's Confections Holding, Inc."

2. The amendment of the certificate of incorporation herein certified has been duly adopted and written consent has been given in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

Signed as of June 2, 1999.


John W. Norton, Vice President

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STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 09/01/1999
991366238 - 2238835

TRADEMARK
REEL: 003022 FRAME: 0733

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "BRACH VAN HOUTEN HOLDING INC.", CHANGING ITS NAME FROM "BRACH VAN HOUTEN HOLDING INC." TO "BRACH'S CONFECTIONS HOLDING, INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF SEPTEMBER, A.D. 1999, AT 9 O'CLOCK A.M.

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



Edward J. Freel, Secretary of State

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AUTHENTICATION: 9950812

DATE: 09-01-99