

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	03/31/1999		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Saputo Foods USA, Inc.		03/31/1999	CORPORATION: VERMONT
RECEIVING PARTY DATA			
Name:	Saputo Cheese USA Inc.		
Street Address:	25 Tri-State International, Suite 250		
City:	Lincolnshire		
State/Country:	ILLINOIS		
Postal Code:	60069		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2348302	JOLINA	
CORRESPONDENCE DATA			
Fax Number:	(312)827-8185		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	trademarks@bellboyd.com		
Correspondent Name:	Sana Hakim c/o Bell, Boyd & Lloyd LLC		
Address Line 1:	P.O. Box 1135		
Address Line 4:	Chicago, ILLINOIS 60690-1135		
NAME OF SUBMITTER:	Sana Hakim		
Signature:	/sh/		
Date:	02/21/2005		

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Total Attachments: 2

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**TRADEMARK
 REEL: 003032 FRAME: 0908**

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**CERTIFICATE OF MERGER
OF
SAPUTO FOODS USA, INC., a Vermont corporation
WITH AND INTO
SAPUTO CHEESE USA INC., a Delaware corporation
PURSUANT TO SECTION 252 OF THE DELAWARE GENERAL CORPORATION LAW**

The undersigned corporation hereby certifies that:

FIRST: The names and states of incorporation of the constituent corporations are as follows:

Name	State of Incorporation
Saputo Cheese USA Inc.	Delaware
Saputo Foods USA, Inc.	Vermont

SECOND: An Agreement and Plan of Merger and Articles of Merger dated as of March 31, 1999, between the constituent corporations has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation of the merger is Saputo Cheese USA Inc., a Delaware corporation.

FOURTH: Upon the effectiveness of the merger, the Certificate of Incorporation of Saputo Cheese USA Inc., a Delaware corporation, shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: The executed Agreement and Plan of Merger and Articles of Merger is on file at the office of the surviving corporation. The address of said office is 25 Tri-State International Office Center, Suite 250, Lincolnshire, Illinois 60069.

SIXTH: A copy of the Agreement and Plan of Merger and Articles of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: The authorized capital stock of Saputo Foods USA, Inc., a Vermont corporation is 40 shares of Common Stock, par value \$1.00 per share.

EIGHTH: The merger shall be effective as of 12:01 a.m., on April 1, 1999.

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:01 AM 03/31/1999
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Certificate of Merger on behalf of Saputo Cheese USA Inc. as its authorized officer and agent, affirms, under penalties of perjury, that this Certificate of Merger is the act and deed of such corporation and that the facts stated herein are true.

Dated: March 31, 1999

SAPUTO CHEESE USA INC., a Delaware corporation

By: /s/ Louis-Philippe Carrière
Louis-Philippe Carrière
Secretary

[SIGNATURE PAGE TO SAPUTO CHEESE USA INC./SAPUTO FOODS USA, INC.
CERTIFICATE OF MERGER]

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