

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	01/18/1995

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Kraft Foods Global, Inc.	FORMERLY Kraft Foods, Inc. and Kraft Foods North America, Inc.	02/16/2005	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Kraft Food Ingredients Corp.
Street Address:	6410 Poplar Avenue
City:	Memphis
State/Country:	TENNESSEE
Postal Code:	38119
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	1289234	REPLICA

**CORRESPONDENCE DATA**

Fax Number: (713)615-5243  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 7137582732  
 Email: iptldocket@velaw.com  
 Correspondent Name: Peter E. Mims  
 Address Line 1: 1001 Fannin Street  
 Address Line 2: First City Tower, Suite 2300  
 Address Line 4: Houston, TEXAS 77002-6760

NAME OF SUBMITTER:	Jessica Greeney, Paralegal
Signature:	/Jessica Greeney/

Date:

02/17/2005

**Total Attachments: 6**

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**TRADEMARK ASSIGNMENT NUNC PRO TUNC**

WHEREAS, KRAFT FOODS, INC., a corporation of the State of Delaware, located and doing business at Three Lakes Drive, Northfield, Illinois 60093, adopted and used the following trademark and is the record owner of the following United States trademark registration in the United States Patent and Trademark Office:

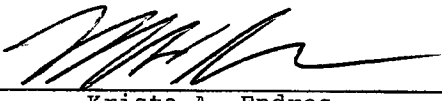
<b>Trademark:</b>	REPLICA
<b>Registration No.:</b>	1,289,234
<b>Date of Registration:</b>	August 7, 1984

WHEREAS, KRAFT FOODS, INC. changed its name on March 12, 2001 to KRAFT FOODS NORTH AMERICA, INC. as shown on Exhibit A hereto, and then changed its name on March 19, 2004 to KRAFT FOODS GLOBAL, INC. as shown on Exhibit B hereto, such that KRAFT FOODS, INC. is now known as KRAFT FOODS GLOBAL, INC.;

WHEREAS, KRAFT FOOD INGREDIENTS CORP., a corporation of the State of Delaware located and doing business at 6410 Poplar Avenue, Memphis, Tennessee 38119, acquired all the foregoing trademark and registration thereof, all goodwill associated therewith, and any registration to be issued on the basis thereof, including all claims and rights associated therewith, and including the right to bring and maintain actions for trademark infringement;

NOW, THEREFORE, effective nunc pro tunc on January 18, 1995, for good and valuable consideration, the receipt of which is hereby acknowledged, KRAFT FOODS GLOBAL, INC., formerly known first as KRAFT FOODS, INC. and then KRAFT FOODS NORTH AMERICA, INC., hereby clarifies and memorializes the prior understanding of the parties the foregoing trademark and registration thereof was assigned to KRAFT FOOD INGREDIENTS CORP. all its right, title and interest in and to the trademark and the registration together with the goodwill of the business symbolized by the trademark and its registration.

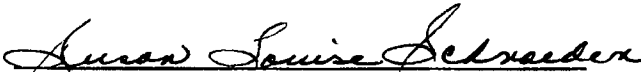
KRAFT FOODS GLOBAL, INC.

By:   
Name: Krista A. Endres  
Title: Assistant Secretary

Dated: February 16, 2005.

STATE OF ILLINOIS     §  
                                  §  
COUNTY OF COOK     §

On this 16<sup>th</sup> day of February, 2005, before appeared Krista A. Endres, the person who signed this instrument, who acknowledged that she signed it as a free act on behalf of KRAFT FOODS GLOBAL, INC.

  
Notary Public



*apm*

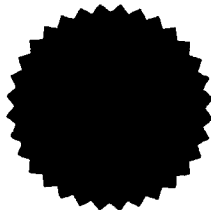
# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "KRAFT FOODS, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "KRAFT FOODS NORTH AMERICA, INC.", THE TWELFTH DAY OF MARCH, A.D. 2001, AT 12 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE TWELFTH DAY OF MARCH, A.D. 2001.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

0894018 8320

AUTHENTICATION: 3656588

050083399

EXHIBIT A

DATE: 02-02-05

TRADEMARK  
REEL: 003039 FRAME: 0347

**CERTIFICATE of AMENDMENT  
to  
CERTIFICATE of INCORPORATION  
of  
KRAFT FOODS, INC.**

**FIRST:** That by Unanimous Written Consent of the Board of Directors of Kraft Foods, Inc., a corporation organized under the General Corporation Law of the State of Delaware (the "Corporation"), resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of the Corporation, declaring said amendment to be in the best interests of the Corporation and submitting the amendment for a vote of the sole stockholder of the Corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

**RESOLVED,** that the Certificate of Incorporation of this Corporation be amended by changing Article First thereof so that, as amended, said Article shall be and read as follows: "The name of the Corporation is Kraft Foods North America, Inc."

**SECOND:** That thereafter the sole stockholder of the Corporation executed a Written Consent of Stockholder, in accordance with Section 228 of the General Corporation Law of the State of Delaware, in which consent the sole stockholder approved said amendment to the Corporation's Certificate of Incorporation.

**THIRD:** That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

**FOURTH:** That the capital of the Corporation shall not be reduced under or by reason of said amendment.

**IN WITNESS WHEREOF,** Kraft Foods, Inc. has caused this certificate to be signed by Calvin J. Collier, an Authorized Officer, this 12th day of March, 2001.

**KRAFT FOODS, INC.**

By: \_\_\_\_\_

Name: Calvin J. Collier

Title: Senior Vice President and General Counsel/Corporate Affairs

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 12:00 PM 03/12/2001  
010120688 - 0894018

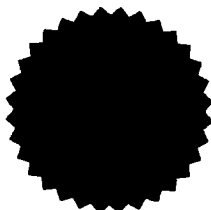
# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "KRAFT FOODS NORTH AMERICA, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "KRAFT FOODS GLOBAL, INC.", THE NINETEENTH DAY OF MARCH, A.D. 2004, AT 9:54 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE NINETEENTH DAY OF MARCH, A.D. 2004.



0894018 8320

050083399

EXHIBIT B

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3656587

DATE: 02-02-05

TRADEMARK  
REEL: 003039 FRAME: 0349

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 10:00 AM 03/19/2004  
FILED 09:54 AM 03/19/2004  
SRV 040204374 - 0894018 FILE

CERTIFICATE OF AMENDMENT  
OF  
RESTATED CERTIFICATE OF INCORPORATION  
OF  
KRAFT FOODS NORTH AMERICA, INC.

**FIRST:** That by Unanimous Written Consent of the Board of Directors of Kraft Foods North America, Inc., a corporation organized under the General Corporation Law of the State of Delaware (the "Corporation"), a resolution was duly adopted setting forth a proposed amendment of the Restated Certificate of Incorporation of the Corporation, declaring said amendment to be in the best interests of the Corporation and submitting the amendment for a vote of the sole stockholder of the Corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Restated Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered 'FIRST' so that, as amended, said article shall be read as follows:

"The name of the Corporation is KRAFT FOODS GLOBAL, INC."

**SECOND:** That thereafter, the sole stockholder of the Corporation executed a Written Consent of Stockholder, in accordance with Section 228 of the General Corporation Law of the State of Delaware, in which consent the sole stockholder approved said amendment to the Corporation's Restated Certificate of Incorporation.

**THIRD:** That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

**FOURTH:** That the capital of the Corporation shall not be reduced under or by reason of said amendment.

**FIFTH:** That this Certificate of Amendment shall be effective upon filing with the Office of the Secretary of State of Delaware.

IN WITNESS WHEREOF, said Corporation has caused this certificate to be signed by Marc S. Firestone, an authorized officer, this 16th day of March 2004.

KRAFT FOODS NORTH AMERICA, INC.

By:

Marc S. Firestone

Marc S. Firestone  
Executive Vice President,  
General Counsel and Corporate Secretary