

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Vermont Bread Company		11/19/2003	CORPORATION:
RECEIVING PARTY DATA			
Name:	VBC, Inc.		
Street Address:	P.O. Box 1217		
City:	Brattleboro		
State/Country:	VERMONT		
Postal Code:	05302		
Entity Type:	CORPORATION:		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	1636564	VERMONT BREAD COMPANY	
Registration Number:	1656387		
Registration Number:	2806178	EATING WELL NEVER TASTED SO GOOD	
Serial Number:	78320836	CARB CONSCIOUS	
CORRESPONDENCE DATA			
Fax Number:	(617)832-7000		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	617-832-1000		
Email:	jwelch@foleyhoag.com, gmaclellan@foleyhoag.com		
Correspondent Name:	John L. Welch, Esq.		
Address Line 1:	155 Seaport Boulevard		
Address Line 4:	Boston, MASSACHUSETTS 02210-2600		
NAME OF SUBMITTER:	John L. Welch, Esq.		
Signature:	/johnlwelch/		

CH \$115.00 1636564

Date:

04/05/2005

Total Attachments: 2

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STATE OF VERMONT
OFFICE OF SECRETARY OF STATE

Certificate of Amendment

I, Deborah L. Markowitz, Secretary of State of the State of Vermont, do hereby certify that the attached is a true copy of the

Articles of Amendment

for

VERMONT BREAD COMPANY

Changing company name to

VBC, INC.

as filed in this department effective November 19, 2003.

November 19, 2003

*Given under my hand and the seal
of the State of Vermont, at
Montpelier, the State Capital*



*Deborah L. Markowitz
Secretary of State*



2005 05:28 FROM: LAW OFFICES OF DAWN K MCG 8052385911
KM: ARTICLES of Amend, domestic for-profit

TO:

P.003/003

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ARTICLES OF AMENDMENT (T.11A, §19.06)

This form should be filled out in full, printed, and returned, with the fee, to the Secretary of State, 81 River Street, Drawer 09, Montpelier, VT 05609. Because a signature and fee is required we are not able to accept this on-line.

A Vermont domestic for-profit corporation may amend its articles of incorporation at any time to add or change a provision that is required or permitted in the articles of incorporation or to delete a provision not required. If a corporation has not yet issued shares, its incorporators or board of directors may adopt one or more amendments.

Current NAME of corporation:

Vermont Bread Company

The text and date of each amendment adopted:

Amendment dated October 31, 2003: The name of the corporation shall be changed to

VBC, Inc.

text

If the amendment provides for an exchange, reclassification, or cancellation of issued shares, state the provisions for implementing the amendment if not contained in the amendment itself.

provisions

provisions

If the amendment was adopted by the incorporators or board of directors, without shareholder action, make a statement to that effect and that shareholder action was not required.

statement

If the amendment was approved by shareholders, (A) the designation, number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the amendment, and number of votes of each voting group represented at the meeting.

Outstanding shares entitled to vote: 1103 common shares

statement

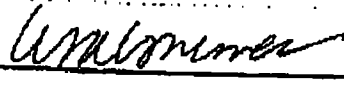
(B) either the total number of votes cast for and against the amendment by each voting group entitled to vote separately on the amendment or the total number of undisputed votes cast for the amendment by each voting group and a statement that the number cast for the amendment by each voting group was sufficient for approval by that voting group.

Shares voted in favor: 1103

Shares voted against: 0

votes cast

Signature



Title: President

Date: 11/11/2003

\$25.00 fee (mandatory). Print & file in duplicate. If a delayed effective date is not specified date (no later than 90 days after filing), it is effective the date it is approved.

Note: In the event that there is a problem with your application give us an email address or a phone number so we can serve you faster: jonbump@sover.net

VERMONT SECRETARY OF STATE

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TRADEMARK