

## 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
Marigold Foods, LLC		04/05/2004	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	KEMPS LLC		
Street Address:	2929 UNIVERSITY AVENUE S.E.		
City:	MINNEAPOLIS		
State/Country:	MINNESOTA		
Postal Code:	55414		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	78314165	CARB PROMISE	
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:	Goodwin Procter LLP		
Address Line 2:	Attn. Trademark Administrator		
Address Line 4:	Boston, MASSACHUSETTS 02109		
NAME OF SUBMITTER:	Miriam J. Rovner		
Signature:	/mjr/		
Date:	04/13/2005		

CH 78314165 \$40.00

900022925

TRADEMARK  
REEL: 003065 FRAME: 0358

Total Attachments: 2

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# Delaware

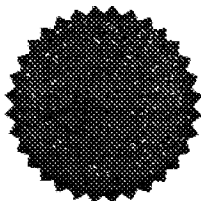
PAGE 1

*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 AMENDMENT OF "MARIGOLD FOODS, LLC",  
CHANGING ITS NAME FROM "MARIGOLD FOODS, LLC" TO "KEMPS LLC",  
FILED IN THIS OFFICE ON THE FIFTH DAY OF APRIL, A.D. 2004, AT  
5:54 O'CLOCK P.M.

0858823 8100

040250065



*Harriet Smith Windsor*  
HARRIET SMITH WINDSOR, Secretary of State

DATE: 04-05-04

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 05:54 PM 04/05/2004  
FILED 05:54 PM 04/05/2004  
SRV 040250065 - 0859823 FILE

CERTIFICATE OF AMENDMENT TO  
CERTIFICATE OF FORMATION  
OF  
MARIGOLD FOODS, LLC

This Certificate of Amendment to Certificate of Formation of Marigold Foods, LLC is being duly executed and filed by the undersigned, in order to amend said Certificate of Formation.

It is hereby certified that:

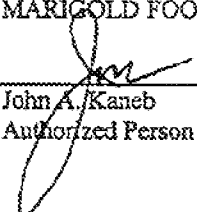
1. The name of the limited liability company (hereinafter called the "Company") is Marigold Foods, LLC.

2. The Certificate of Formation of the Company is hereby amended by striking out Article 1 thereof and by substituting in lieu of said Article the following new Article:

1. Name: The name of the Company is "KEMPS LLC." .

Executed on April 5, 2004

By: MARIGOLD FOODS, LLC

By:   
Name: John A. Kaneb  
Title: Authorized Person

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