

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

Docket No.:

38139/46403

Form PTO-1594 (Modified)
(Rev. 6/93)
OMB No. 0651-0011 (exp. 4/94)
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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Burns Philp Food Inc.

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

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

2. Name and address of receiving party(ies)

Name: AB Mauri Food Inc.

Internal Address: _____

Street Address: 240 Larkin Williams Court

City: Fenton State: MO ZIP: 63026

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from Assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: December 16, 2004

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)
78/365,445

Additional numbers attached? Yes No

B. Trademark Registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Caroline G. Chicoine

Internal Address: Thompson Coburn LLP

Street Address: One US Bank Plaza

City: St Louis State: MO ZIP: 63101

6. Total number of application and registrations involved: 1

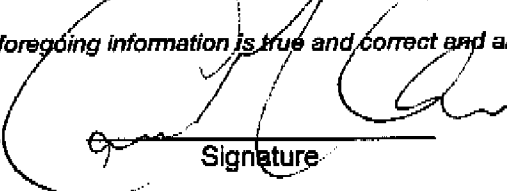
7. Total fee (37 CFR 3.41): \$ 40.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
20-0823

DO NOT USE THIS SPACE

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.

Caroline G. Chicoine  March 18, 2005
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and documents: 2

CH \$40.00 200823 78365445

NCTU

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**CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
BURNS PHILP FOOD INC.**

FILED
in the office of the Secretary of State
of the State of California

DEC 22 2004

Kevin Shelley
KEVIN SHELLEY, Secretary of State

The undersigned certify that:

1. They are the president and secretary, respectively, of Burns Philp Food Inc., a California corporation.
2. Article One of the Articles of Incorporation of this corporation is amended to read in its entirety as follows:

"The name of this corporation is AB Mauri Food Inc."
3. The foregoing amendment of Articles of Incorporation has been duly approved by the board of directors.
4. The foregoing amendment of Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the California Corporations Code. The total number of outstanding shares of common stock of the corporation is 48,179. The vote in favor of the amendment was by unanimous written consent of the sole shareholder.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Dated: December 16, 2004.

Frank Schoonyoung

Name: Frank Schoonyoung
Title: President

Carmen Sciackitano

Name: Carmen Sciackitano
Title: Secretary

