

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/10/2005

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Ideal Snacks, Inc.		06/10/2005	CORPORATION: NEW YORK

**RECEIVING PARTY DATA**

Name:	Ideal Snacks Acquisition Corporation
Street Address:	89 Mill Street
City:	Liberty
State/Country:	NEW YORK
Postal Code:	12754
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 2**

Property Type	Number	Word Mark
Serial Number:	78035295	ISNACK
Registration Number:	2580398	ISNACK

**CORRESPONDENCE DATA**

Fax Number: (415)349-1500  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 415-439-1422  
 Email: szablocki@kirkland.com  
 Correspondent Name: Susan Zablocki, c/o Kirkland & Ellis, LL  
 Address Line 1: 550 California Street  
 Address Line 4: San Francisco, CALIFORNIA 94104

NAME OF SUBMITTER:	Susan Zablocki
Signature:	//Susan Zablocki//
Date:	06/16/2005

CH \$65.00 78035295

**Total Attachments: 7**

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FILING RECEIPT

ENTITY NAME: IDEAL SNACKS ACQUISITION CORPORATION

DOCUMENT TYPE: MERGER (FOR. BUSINESS)  
PROCESS

COUNTY: NEWY

SERVICE COMPANY: DELANEY CORPORATE SERVICES LTD.

SERVICE CODE: 30

CONSTITUENT NAME: IDEAL SNACKS, INC.

FILED:06/10/2005 DURATION:\*\*\*\*\* CASH#:050610000963 FILM #:050610000898

ADDRESS FOR PROCESS

EFFECT DATE

THE CORPORATION  
89 MILL STREET  
LIBERTY, NY 12754

06/10/2005

REGISTERED AGENT



FILER	FEES		PAYMENTS	
		390.00		390.00
	FILING	60.00	CASH	0.00
	TAX	0.00	CHECK	0.00
KIRKLAND & ELLIS LLP	CERT	0.00	CHARGE	0.00
555 CALIFORNIA STREET SUITE 2700	COPIES	30.00	DRAWDOWN	390.00
	HANDLING	300.00	OPAL	0.00
SAN FRANCISCO, CA 94104			REFUND	0.00

State of New York }  
Department of State } ss:

*I hereby certify that the annexed copy has been compared with the original document filed by the Department of State and that the same is a true copy of said original.*

*Witness my hand and seal of the Department of State on*

**June 10, 2005**



A handwritten signature in black ink, appearing to read "R. M. ...", is written over the printed title.

*Secretary of State*

f 05061000 0898

**DRAWDOWN**  
**ACCT# 30**

CERTIFICATE OF MERGER  
OF  
IDEAL SNACKS, INC.  
INTO  
IDEAL SNACKS ACQUISITION CORPORATION

(UNDER SECTION 907 OF THE NEW YORK BUSINESS CORPORATION LAW)

1. (a) The name and jurisdiction of incorporation of each constituent corporation are as follows:
  - (i) Ideal Snacks, Inc., incorporated under the laws of the State of New York
  - (ii) Ideal Snacks Acquisition Corporation, incorporated under the laws of the State of Delaware
- (b) The name of the surviving corporation is Ideal Snacks Acquisition Corporation.
2. As to each constituent corporation, the designation and number of outstanding shares of each class and series and the voting rights thereof are as follows:
  - (a) Name of Corporation: Ideal Snacks, Inc.  
Designation and number of shares in each class or series outstanding:  
Common Stock, no par value - 125 shares outstanding  
Class or series of shares entitled to vote:  
Common Stock  
Shares entitled to vote as a class or series:  
Common Stock
  - (b) Name of Corporation: Ideal Snacks Acquisition Corporation  
Designation and number of shares in each class or series outstanding:  
Common Stock, par value \$0.01 per share - 1,000 shares outstanding  
Class or series of shares entitled to vote:  
Common Stock  
Shares entitled to vote as a class or series:  
Common Stock

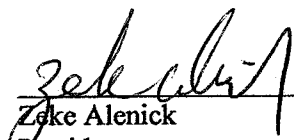
9. The constituent domestic corporation hereby certifies that all fees and taxes (including penalties and interest) administered by the Department of Taxation and Finance of the State of New York which are now due and payable by the constituent domestic corporation have been paid and that a cessation franchise tax report (estimated or final) through the anticipated date of the merger (or consolidation) has been filed by the constituent domestic corporation. The said report, if estimated, is subject to amendment.

Ideal Snacks Acquisition Corporation hereby agrees that it will within 30 days after the filing of the certificate of merger (or consolidation) file the cessation franchise tax report, if an estimated report was previously filed, and promptly pay to the Department of Taxation and Finance of the State of New York all fees and taxes (including penalties and interest), if any, due to the Department of Taxation and Finance by each constituent domestic corporation.

10. The merger shall be effective on the 10<sup>th</sup> day of June, 2005.

IN WITNESS WHEREOF, the parties below have executed this Certificate of Merger as of the 10<sup>th</sup> day of June, 2005.

IDEAL SNACKS, INC.,  
a New York corporation

By:   
Zeke Alenick  
President

IDEAL SNACKS  
ACQUISITION CORPORATION,  
a Delaware corporation

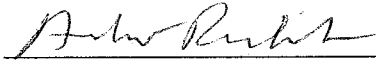
By: \_\_\_\_\_  
Andrew Richards  
President

IN WITNESS WHEREOF, the parties below have executed this Certificate of Merger as of the 10<sup>th</sup> day of June, 2005.

IDEAL SNACKS, INC.,  
a New York corporation

By: \_\_\_\_\_  
Zeke Alenick  
President

IDEAL SNACKS  
ACQUISITION CORPORATION,  
a Delaware corporation

By:   
Andrew Richards  
President



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CERTIFICATE O MERGER

OF

IDEAL SNACKS, INC.

INTO

AND IDEAL SNACKS ACQUISITION CORPORATION

UNDER SECTION 907 OF THE BUSINESS CORPORATION LAW

DRAWDOWN  
DELANEY-30

3cc

FILED BY:  
KIRKLAND & ELLIS LLP  
555 CALIFORNIA STREET, SUITE 2700  
SAN FRANCISCO, CA 94104

STATE OF NEW YORK  
DEPARTMENT OF STATE  
FILED JUN 10 2005  
TAXS \_\_\_\_\_  
Y: BZ

Ny

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2005 JUN 10 PM 2:52

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