

**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
Contessa Food Products, Inc.		12/17/2004	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA	
Name:	Contessa Premium Foods, Inc.
Street Address:	222 West Sixth Street
Internal Address:	8th Floor
City:	San Pedro
State/Country:	CALIFORNIA
Postal Code:	90731-3316
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 31

Property Type	Number	Word Mark
Registration Number:	2830575	A SHRIMP 4 ALL SEASONS
Registration Number:	2487828	CLEAR CASE PROGRAM
Registration Number:	1903693	CONTESSA
Registration Number:	2214744	CONTESSA
Registration Number:	2077457	CONTESSA
Registration Number:	2160837	CONTESSA 100% TURTLE SAFE
Serial Number:	78317319	CONTESSA PLATINUM
Serial Number:	78501737	CONTESSA RAGIN' CAJUN SHRIMP
Serial Number:	78510278	CONTESSA SASHIMI GRADE
Registration Number:	2542965	CONTESSA SHRIMP MEDITERRANEAN
Registration Number:	2162532	CONTESSA TURTLE SAFE
Registration Number:	2793636	
Serial Number:	78514531	JUST HARVESTED

CH \$790.00 2830575

Serial Number:	78404426	NO FAT NO CARBS NATURALLY!
Serial Number:	78404423	NO FAT NO CARBS NATURALLY!
Registration Number:	2183347	
Serial Number:	78317331	POND DIRECT
Registration Number:	2586830	RISING PIZZERIA DOUGH
Registration Number:	1770238	SHANGHAI
Registration Number:	1626145	SHANGHAI
Registration Number:	1512909	SHANGHAI BRAND
Registration Number:	2573086	SHRIMP ON THE BAR-B
Registration Number:	1451090	THE CULTURED PEARL OF SHRIMP
Registration Number:	2507423	TROPIC OF CONTESSA
Registration Number:	2086779	TURTLE SAFE
Registration Number:	2372388	TURTLE SAFE
Serial Number:	78404431	ULTRAFREEZE
Serial Number:	78352109	YOU CAN BUY YOUR FRESH, BUT YOU CAN GET YOUR FROZEN FRESHER
Serial Number:	78352112	YOU CAN BUY YOUR FRESH, BUT YOU CAN GET YOUR FROZEN FRESHER
Registration Number:	1491371	Z
Registration Number:	1643750	Z

**CORRESPONDENCE DATA**

Fax Number: (626)577-8800

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Email: pto@cph.com

Correspondent Name: Mark Garscia

Address Line 1: P.O. Box 7068

Address Line 4: Pasadena, CALIFORNIA 91109-7068

NAME OF SUBMITTER:	Mark Garscia
Signature:	/Mark Garscia/
Date:	06/22/2005

**Total Attachments: 2**

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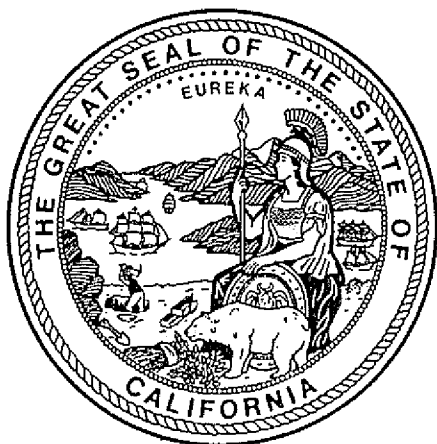
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**State of California**  
**Secretary of State**



I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.



**IN WITNESS WHEREOF**, I execute this certificate and affix the Great Seal of the State of California this day of

APR 12 2005

A handwritten signature in cursive script, appearing to read "Bruce McPherson".

BRUCE McPHERSON  
Secretary of State

A0622330

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

1220407  
CERTIFICATE OF AMENDMENT OF THE  
ARTICLES OF INCORPORATION  
OF  
CONTESSA FOOD PRODUCTS, INC.

JAN 4 2005  
*Kevin Shelley*  
KEVIN SHELLEY, Secretary of State

The undersigned certifies that:

1. They are the President and the Secretary, respectively, of Contessa Food Products, Inc., a California corporation (the "Corporation").

2. Article I of the Articles of Incorporation of the Corporation is amended to read in full as follows:

"I

A. The name of this Corporation is Contessa Premium Foods, Inc."

3. That the aforesaid amendment of the Articles of Incorporation has been duly approved by the Board of Directors of the Corporation.

4. That the foregoing amendment of Articles of Incorporation has been duly approved by the required vote of the shareholders in accordance with Section 902 of the California Corporations Code. The total number of outstanding shares of the Corporation is 1,800,000 shares. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be signed by its President and Secretary this 17 day of December, 2004.

FURTHERMORE, the following signatories declare under penalty of perjury pursuant to the laws of the State of California that the matters as set forth herein are true and correct to each of the signatories' individual knowledge and belief.

*[Signature]*  
John Z. Blazevich, President

*[Signature]*  
Gregory J. Morrow, Secretary

