

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/24/2005

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Specialty Foods Brands, Inc.		06/24/2005	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	TreeHouse Foods, Inc.
Street Address:	2515 McKinney Avenue
Internal Address:	Suite 1200
City:	Dallas
State/Country:	TEXAS
Postal Code:	75201
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 4**

Property Type	Number	Word Mark
Registration Number:	0692146	MOCHA MIX
Registration Number:	1711974	MOCHA MIX
Registration Number:	1493342	MOCHA MIX
Registration Number:	1017501	SECOND NATURE

**CORRESPONDENCE DATA**

Fax Number: (617)526-5000  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 6175266448  
 Email: janey.davidson@wilmerhale.com  
 Correspondent Name: Michael J. Bevilacqua, Esquire  
 Address Line 1: Wilmer Cutler Pickering Hale and DorrLLP  
 Address Line 2: 60 State Street  
 Address Line 4: Boston, MASSACHUSETTS 02109

OP \$115.00 0692146

NAME OF SUBMITTER:	Michael J. Bevilacqua
Signature:	/michael j. bevilacqua/
Date:	07/01/2005
Total Attachments: 3 source=SFBI MERGER 1#page1.tif source=SFBI MERGER 2#page1.tif source=SFBI MERGER 3#page1.tif	

# 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 MERGER, WHICH MERGES:

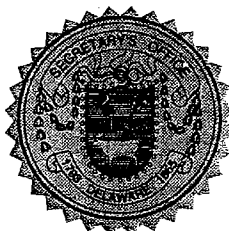
"SPECIALTY FOODS BRANDS, INC.", A DELAWARE CORPORATION, WITH AND INTO "TREEHOUSE FOODS, INC." UNDER THE NAME OF "TREEHOUSE FOODS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FOURTH DAY OF JUNE, A.D. 2005, AT 9:55 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-FOURTH DAY OF JUNE, A.D. 2005, AT 4 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

3916547 8100M

050527800



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 3976510

DATE: 06-24-05

TRADEMARK  
REEL: 003115 FRAME: 0419

**CERTIFICATE OF MERGER**

**OF**

**SPECIALTY FOODS BRANDS, INC.**  
(a Delaware corporation)

**INTO**

**TREEHOUSE FOODS, INC.**  
(a Delaware corporation)

TreeHouse Foods, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

**FIRST:** That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
Specialty Foods Brands, Inc.	Delaware
TreeHouse Foods, Inc.	Delaware

**SECOND:** That an Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed, and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251 of the General Corporation Law of the State of Delaware.

**THIRD:** That the name of the surviving corporation of the merger is TreeHouse Foods, Inc.

**FOURTH:** That the Certificate of Incorporation of TreeHouse Foods, Inc, a Delaware corporation which will survive the merger, shall be the Certificate of Incorporation of the surviving corporation.

**FIFTH:** That the executed Agreement of Merger is on file at the principal place of business of the surviving corporation. The address of said principal place of business is 1333 Butterfield Road, Suite 490, Downers Grove, IL 60515.

**SIXTH:** That a copy of the Agreement of Merger will be furnished by the surviving corporation upon request and without cost to any stockholder of any constituent corporation.

**SEVENTH:** That this Certificate of Merger shall be effective at 4:00 p.m. EDT on June 24, 2005.

IN WITNESS WHEREOF, TreeHouse Foods, Inc. has caused this Certificate to be executed by its Secretary this 24th day of June, 2005.

TREEHOUSE FOODS, INC.

(a Delaware corporation)

By: 

Lisa N. Tyson  
Secretary