

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/30/2000		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
John Sexton & Co.		12/08/2000	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	JP Foodservice Distributors, Inc.		
Street Address:	9755 Patuxent Woods Drive		
City:	Columbia		
State/Country:	MARYLAND		
Postal Code:	21046		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1352489	HIGHTOWER	
Registration Number:	2338362	AEGEAN DRESSING	
CORRESPONDENCE DATA			
Fax Number:	(717)237-5300		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Email:	sheberli@mwn.com		
Correspondent Name:	Sue Heberlig		
Address Line 1:	100 Pine Street		
Address Line 4:	Harrisburg, PENNSYLVANIA 17108		
NAME OF SUBMITTER:	Sue Heberlig		
Signature:	/SueHeb/		
Date:	08/02/2005		

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REEL: 003132 FRAME: 0685

Total Attachments: 4

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"JOHN SEXTON & CO.", A DELAWARE CORPORATION,

WITH AND INTO "JP FOODSERVICE DISTRIBUTORS, INC." UNDER THE NAME OF "JP FOODSERVICE DISTRIBUTORS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTEENTH DAY OF DECEMBER, A.D. 2000, AT 9:12 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTIETH DAY OF DECEMBER, A.D. 2000, AT 10 O'CLOCK A.M.

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



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Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION: 0864905

DATE: 12-19-00

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REEL: 003132 FRAME: 0687

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:12 AM 12/18/2000
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CERTIFICATE OF OWNERSHIP AND MERGER

OF

JOHN SEXTON & CO.
(a Delaware corporation)

INTO

JP FOODSERVICE DISTRIBUTORS, INC.
(a Delaware corporation)

(Under Section 253 of the General
Corporation Law of the State of Delaware)

JP Foodservice Distributors, Inc., a corporation existing under the laws of Delaware (the "Successor Corporation"), hereby certifies that:

FIRST: The Successor Corporation is a business corporation of the State of Delaware.

SECOND: The Successor Corporation owns all of the outstanding shares of the stock of John Sexton & Co., which is also a business corporation of the State of Delaware (the "Merging Corporation").

THIRD: On December ~~8~~ 2000, the Board of Directors of the Successor Corporation adopted the following resolutions to merge the Merging Corporation into the Successor Corporation (the "Merger"):

RESOLVED: That it is advisable and in the best interest of JP Foodservice Distributors, Inc. (the "Corporation") to enter into, and the Board of Directors hereby approves, the merger of John Sexton & Co., a Delaware corporation (the "Subsidiary") with and into the Corporation, as the sole stockholder of the Subsidiary, including the assumption of all of the Subsidiary's obligations, in accordance with Section 253 of the Delaware General Corporation Law (the "Merger").

RESOLVED: That the appropriate officers of the Corporation are authorized and directed, in the name of and on behalf of the Corporation to execute, acknowledge, seal and file the documents prescribed by the laws of the State of Delaware and by the laws of any other appropriate jurisdiction in order to consummate the Merger, and to take all other actions determined by such officers to be necessary or appropriate to fulfill the purposes of these resolutions.

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RESOLVED: That the effective time of the Certificate of Ownership and Merger setting forth a copy of these resolutions, and the time when the Merger shall become effective shall be 10:00 a.m., Baltimore, Maryland time, December 30, 2000.

FOURTH: The merger shall be effective at 10:00 a.m., Baltimore, Maryland time, December 30, 2000.

IN WITNESS WHEREOF, JP Foodservice Distributors, Inc. has caused this certificate to be signed by David M. Abramson, its authorized officer, on the 8th day of December, 2000.

JP FOODSERVICE DISTRIBUTORS, INC.

By: 

David M. Abramson
Executive Vice President

JP FOODSERVICE DISTRIBUTORS, INC.**ACTION OF DIRECTORS BY UNANIMOUS WRITTEN CONSENT**

The undersigned, being all of the directors of JP Foodservice Distributors, Inc., a Delaware corporation (the "Corporation"), hereby consents to the adoption of the following resolutions in lieu of holding a special meeting of the Board of Directors of the Corporation, and the recording of the resolution among the minutes of the proceedings of the Board of Directors of the Corporation:

RESOLVED: That it is advisable and in the best interest of JP Foodservice Distributors, Inc. (the "Corporation") to enter into, and the Board of Directors hereby approves, the merger of John Sexton & Co., a Delaware corporation (the "Subsidiary") with and into the Corporation, as the sole stockholder of the Subsidiary, including the assumption of all of the Subsidiary's obligations, in accordance with Section 253 of the Delaware General Corporation Law (the "Merger").


RESOLVED: That the appropriate officers of the Corporation are authorized and directed, in the name of and on behalf of the Corporation to execute, acknowledge, seal and file the documents prescribed by the laws of the State of Delaware and by the laws of any other appropriate jurisdiction in order to consummate the Merger, and to take all other actions determined by such officers to be necessary or appropriate to fulfill the purposes of these resolutions.

RESOLVED: That the effective time of the Certificate of Ownership and Merger setting forth a copy of these resolutions, and the time when the Merger shall become effective shall be 10:00 a.m., Baltimore, Maryland time, December 30, 2000.

RESOLVED: That the Merger is intended to qualify as a tax-free liquidation of a subsidiary corporation under Sections 332 and 337 of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned has executed this Action of Directors by Unanimous Written Consent, effective as of this 27 day of December, 2000.



James L. Miller

David M. Abramson

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