

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
Luigino's, Inc.		06/06/2005	CORPORATION:

RECEIVING PARTY DATA

Name:	Michelina's, Inc.
Street Address:	525 Lake Avenue South
City:	Duluth
State/Country:	MINNESOTA
Postal Code:	55802
Entity Type:	CORPORATION: MINNESOTA

PROPERTY NUMBERS Total: 22

Property Type	Number	Word Mark
Registration Number:	2974821	LEAN GOURMET
Serial Number:	76342452	HOWLIN' COYOTE
Serial Number:	76330211	MICHELINA'S LIFESTYLE
Serial Number:	78186915	MICHELINA'S LEAN GOURMET
Serial Number:	78338679	BUDGET GOURMET BISTRO
Registration Number:	1970347	EVERYTHING'S PREMIUM BUT THE PRICE
Registration Number:	2656822	IT'S LIKE HAVING A RESTAURANT IN YOUR MICROWAVE
Registration Number:	2625428	MICHELINA'S PIZZA SINGLES
Registration Number:	2646245	CARLOS & MARIA'S
Registration Number:	2256005	MICHELINA'S SIGNATURE
Registration Number:	2766991	MICHELINA'S PIZZA SNACK ROLLS
Registration Number:	2776746	POP'N CHICKEN
Registration Number:	2821708	ZAP'EMS
Registration Number:	2832317	MICHELINA'S CORN DAWGS

OP \$565.00 2974821

Registration Number:	2871996	MICHELINA'S STIR CRAZY
Registration Number:	2900853	GARDEN BISTRO
Registration Number:	1712572	MICHELINA'S
Registration Number:	1690697	
Registration Number:	1871756	HOWLIN' COYOTE
Serial Number:	78578423	MICHELINA'S SPLENDIDO
Serial Number:	78586756	MICHELINA'S MEDITERRANEAN
Serial Number:	78604006	MICHELINA'S NATURAL GOURMET

CORRESPONDENCE DATA

Fax Number: (218)723-5580

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

Phone: 218-723-5576

Email: bheller@michelinas.com

Correspondent Name: Robert E. Heller

Address Line 1: 525 Lake Avenue South

Address Line 4: Duluth, MINNESOTA 55802

NAME OF SUBMITTER:	Robert E. Heller
Signature:	/Robert E. Heller/
Date:	08/03/2005

Total Attachments: 1
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MINNESOTA SECRETARY OF STATE

AMENDMENT OF ARTICLES OF INCORPORATION

READ INSTRUCTIONS LISTED BELOW, BEFORE COMPLETING THIS FORM.

- 1. Type or print in black ink.
- 2. There is a \$35.00 fee payable to the Secretary of State for filing this "Amendment of Articles of Incorporation".
- 3. Return Completed Amendment Form and Fee to the address listed on the bottom of the form.

CORPORATE NAME: (List the name of the company prior to any desired name change)

Luigino's, Inc.

This amendment is effective on the day it is filed with the Secretary of State, unless you indicate another date, no later than 30 days after filing with the Secretary of State.

Format (mm/dd/yyyy)

The following amendment(s) to articles regulating the above corporation were adopted: (Insert full text of newly amended article(s) indicating which article(s) is (are) being amended or added.) If the full text of the amendment will not fit in the space provided, attach additional numbered pages. (Total number of pages including this form 1.)

ARTICLE I

The name of the corporation is MICHELINA'S, INC.

This amendment has been approved pursuant to Minnesota Statutes chapter 302A or 317A. I certify that I am authorized to execute this amendment and I further certify that I understand that by signing this amendment, I am subject to the penalties of perjury as set forth in section 609.48 as if I had signed this amendment under oath.

Robert E. Heller

(Signature of Authorized Person)

Name and telephone number of contact person: Robert E. Heller

Please print legibly

218-723-5576

STATE OF MINNESOTA
DEPARTMENT OF STATE

FILED

If you have any questions please contact the Secretary of State's office at (651)296-2803.

RETURN TO: Secretary of State, Business Services Division
180 State Office Bldg., 100 Rev. Dr. Martin Luther King Jr. Blvd
St. Paul, MN 55155-1299, (651)296-2803

JUN 06 2005

Mary Hoffmeyer

Secretary of State

Make Check Payable to the "Secretary of State". Your cancelled Check is your receipt.
All of the information on this form is public and required in order to process this filing. Failure to provide the requested information will prevent the Office from approving or further processing this filing.

The Secretary of State's Office does not discriminate on the basis of race, creed, color, sex, sexual orientation, national origin, age, marital status, disability, religion, reliance on public assistance, or political opinions or affiliations in employment or the provision of services. This document can be made available in alternative formats, such as large print, Braille or audio tape, by calling (651)296-2803/Voice. For TTY communication, contact the Minnesota Relay Service at 1-800-627-3529 and ask them to place a call to (651)296-2803.

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08/06/05 MON 13:45 [TX/RX NO 8821]

RECORDED: 08/03/2005

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