

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/28/2004

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bakery Chef, Inc.		06/21/2004	CORPORATION: KENTUCKY

RECEIVING PARTY DATA

Name:	Bakery Chef, L.L.C.
Street Address:	999 Oakmont Plaza Drive, Suite 610
City:	Westmont
State/Country:	ILLINOIS
Postal Code:	63102-2750
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2321965	BAKERY CHEF

CORRESPONDENCE DATA

Fax Number: (314)259-2020
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 314-259-2000
 Email: ndcollora@bryancave.com
 Correspondent Name: Lindsay E. Cohen, Esq.
 Address Line 1: 211 North Broadway, Suite 3600
 Address Line 4: St. Louis, MISSOURI 63102-2750

ATTORNEY DOCKET NUMBER:	C021515/0112347
NAME OF SUBMITTER:	Lindsay E. Cohen
Signature:	/Lindsay E. Cohen/

CH \$40.00 2321965

Date:

02/09/2006

Total Attachments: 2

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Trey Grayson
Secretary of State
Received and Filed
08/23/2004 3:30:44 PM
Fee Receipt: \$50.00

ARTICLES OF MERGER
of
BAKERY CHEF, INC.
into
BAKERY CHEF, L.L.C.

Pursuant to the provisions of the Kentucky Business Corporation Act, the undersigned surviving company ("Bakery Chef, L.L.C.") adopts the following articles of merger:

1. The plan of merger is as follows:

Effective June 28, 2004 @ 12:01 a.m. (the "Effective Date") Bakery Chef, Inc. shall be merged with and into Bakery Chef, L.L.C. a Delaware limited liability company and the separate existence of Bakery Chef, Inc., a Kentucky corporation shall cease, with the effect that Bakery Chef, L.L.C. shall thereupon and thereafter possess and be vested with all the rights, privileges, immunities, franchises, causes of action and property, and be responsible and liable for all the liabilities and obligations, of Bakery Chef, Inc. On the Effective Date of the merger, all the outstanding stock of Bakery Chef, Inc. shall be cancelled and converted into a single 100% membership interest in Bakery Chef, L.L.C. From and after the Effective Date, the Certificate of Formation and Operating Agreement of Bakery Chef, L.L.C. shall remain the Certificate of Formation and Operating Agreement. This plan of merger may be rescinded at any time prior to the Effective Date by direction of a majority of the board of Bakery Chef, Inc. or sole member of Bakery Chef, L.L.C.

2. As to those corporations for which shareholder approval was required, state the designation, number of outstanding shares, and number of votes entitled to be cast by each voting group entitled to vote separately on the plan:

Bakery Chef, Inc.

<u>Designation</u>	<u>Shares Outstanding</u>	<u>Shares Entitled to Vote</u>
Common	10,000	10,000

3. As to those corporations for which shareholder approval was required, state either the total number of votes cast for and against the plan by each voting group entitled to vote separately on the plan or the total number of undisputed votes cast for the plan separately by each voting group and a statement that the number cast for the plan by each voting group was sufficient for approval by that voting group:

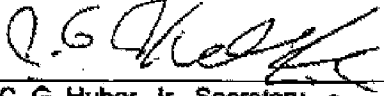
Bakery Chef, Inc.

<u>Designation</u>	<u>Shares Outstanding</u>	<u>Shares Entitled to Vote</u>	<u>For</u>	<u>Against</u>
Common	10,000	10,000	10,000	0

4. The address to which a copy of any process against Bakery Chef, Inc., that may be served on the Secretary of State is 800 Market Street, Ste. 2900, St. Louis, MO 63101.

Date: June 21, 2004

BAKERY CHEF, L.L.C.

By 
C. G. Huber, Jr., Secretary of
Value Added Bakery Holding Company,
sole member