

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/27/2004

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
EBCI, LLC		03/27/2004	LIMITED LIABILITY COMPANY: DELAWARE

**RECEIVING PARTY DATA**

Name:	Earthgrains Baking Companies, Inc.
Street Address:	8400 Maryland Avenue
City:	St. Louis
State/Country:	MISSOURI
Postal Code:	63105
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 2**

Property Type	Number	Word Mark
Serial Number:	74598828	LADY KAY
Serial Number:	73566150	WALDENSIAN HERITAGE

**CORRESPONDENCE DATA**

Fax Number: (336)519-7312  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 336-519-7072  
 Email: cpettitt@saralee.com  
 Correspondent Name: Bruce O. Bradford  
 Address Line 1: 1000 East Hanes Mill Road  
 Address Line 2: Intellectual Property Law Department  
 Address Line 4: Winston-Salem, NORTH CAROLINA 27105

NAME OF SUBMITTER:	Michelle S. Frye
Signature:	/Michelle S. Frye/

CH \$65.00 74598828

Date:

03/13/2006

Total Attachments: 1

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State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 12:05 PM 03/16/2004  
FILED 11:11 AM 03/16/2004  
SRV 040112961 - 0241425 FILE

STATE OF DELAWARE  
CERTIFICATE OF MERGER OF  
DOMESTIC CORPORATION

Pursuant to Title 8, Section 264 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

**FIRST:** The name of the surviving corporation is Earthgrains Baking Companies, Inc., a Delaware corporation. The name of the limited liability company being merged into this surviving corporation is EBCL, LLC, a Delaware limited liability company.

**SECOND:** The Agreement and Plan of Reorganization has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with the provisions of Section 264 of the Delaware General Corporation Law.

**THIRD:** The name of the surviving corporation is Earthgrains Baking Companies, Inc., a Delaware corporation.

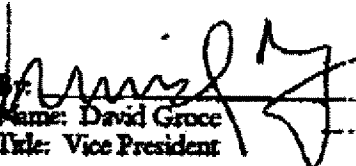
**FOURTH:** The certificate of incorporation of the surviving corporation immediately prior to the merger shall continue to be the certificate of incorporation of the surviving corporation.

**FIFTH:** An executed copy of the Agreement and Plan of Reorganization is on file at 8400 Maryland Avenue, St. Louis, Missouri 63105-3668, the place of business of the surviving corporation.

**SIXTH:** A copy of the Agreement and Plan of Reorganization will be furnished by the surviving corporation, on request and without cost, to any shareholder of the surviving corporation or any person holding an interest in any other business entity which is a party to the merger.

**SEVENTH:** The merger shall be effective on March 27, 2004.

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, the 15<sup>th</sup> day of March, 2004.

By:   
Name: David Groce  
Title: Vice President