

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	02/06/2006

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Samband of Iceland Corporation		01/17/2006	CORPORATION: PENNSYLVANIA

**RECEIVING PARTY DATA**

Name:	Icelandic (USA), Inc.
Street Address:	190 Enterprise Drive
City:	Newport News
State/Country:	VIRGINIA
Postal Code:	23603
Entity Type:	CORPORATION: NEW YORK

**PROPERTY NUMBERS Total: 33**

Property Type	Number	Word Mark
Serial Number:	78778206	A NEW WAVE IN SEAFOOD
Registration Number:	2914913	CAPE CRUNCHERS
Registration Number:	2996783	CAPE CRUNCHERS
Registration Number:	2020834	COOL CATS
Registration Number:	2185275	COUNTRY CLASSICS
Serial Number:	78778247	CURRENTS
Serial Number:	78778222	CURRENTS FROM CHEF HILMAR
Registration Number:	1130936	DOLPHIN
Registration Number:	1109546	DOLPHIN
Registration Number:	1093896	
Registration Number:	864317	DOLPHIN SEAFOODS
Registration Number:	2213202	ELEGANT ENTREES
Registration Number:	2787405	FIESTA FUNDITOS

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Registration Number:	2832826	FIESTA FUNDITOS
Registration Number:	1129022	ICELAND CRUNCHIES
Registration Number:	2054221	ICELAND DELIGHTS
Registration Number:	1323937	ICELANDER FORM'D FILLETS
Registration Number:	2713792	ICELAND SEAFOOD SETTING THE STANDARD FOR QUALITY SINCE 1951
Registration Number:	2013560	ISLAND
Serial Number:	76624502	MARKET BAY
Registration Number:	875277	NORSEA
Registration Number:	1972918	SAMBAND
Serial Number:	78608490	SAMBAND OF ICELAND
Registration Number:	1985420	SAMBAND OF ICELAND
Registration Number:	2061676	SEAFIT
Registration Number:	2336312	SEAFIT
Registration Number:	2339446	SEASIDE
Registration Number:	1872667	SIGNATURE GRILLS SEASONED & SEARED FISHFILLETS
Registration Number:	1481742	TASTE 'N CRUNCH
Registration Number:	2719672	THE COD SQUAD
Registration Number:	2479537	THE COD SQUAD'S FRIDAY NIGHT FISH FRY
Registration Number:	2964374	THE FISH THAT BREAKS THE RULES
Registration Number:	2886077	TILAPIA TONIGHT

**CORRESPONDENCE DATA**

Fax Number: (202)408-4400

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

Phone: 202.408.4161

Email: docketing@finnegan.com

Correspondent Name: Douglas A. Rettew

Address Line 1: 901 New York Avenue, N.W.

Address Line 4: Washington, DISTRICT OF COLUMBIA 20001-4413

ATTORNEY DOCKET NUMBER:	06144.0117-00000
NAME OF SUBMITTER:	Douglas A. Rettew
Signature:	/Douglas A. Rettew/
Date:	04/13/2006

Total Attachments: 5

**TRADEMARK**  
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**CERTIFICATE OF MERGER OF  
SAMBAND OF ICELAND CORPORATION  
INTO  
ICELANDIC (USA), INC.**

**Under Section 904 of the Business Corporation Law**

The undersigned, Aevar Agnarsson, being the president of Icelandic (USA), Inc., a domestic corporation duly organized and existing under and by virtue of the laws of the State of New York, and Aevar Agnarsson being the president of Samband of Iceland Corporation, a foreign corporation duly organized and existing under and by virtue of the laws of the Commonwealth of Pennsylvania, do hereby certify and set forth:

- (1) The name of each constituent corporation is as follows:

Icelandic (USA), Inc.  
Samband of Iceland Corporation

The name under which Samband of Iceland Corporation was formed is Iceland Products, Inc. That name was subsequently changed to Iceland Seafood Corporation, which was subsequently changed to the current name.

- (2) The name of the Surviving Corporation is Icelandic (USA), Inc.

(3) (a) As to Samband, there is one class of voting common stock for which 125 shares are authorized and 102 shares have been issued and are currently outstanding.

(b) As to Icelandic, there is one class of voting common stock for which 3,500 shares are authorized and 3,458 shares have been issued and are currently outstanding.

(4) The Certificate of Incorporation of the Surviving Corporation shall not be amended in any respect by reason of this Agreement of Merger. In accordance with Article III hereof, there shall be no change to the authorized and issued shares of stock of the Surviving Corporation on account of this Merger.

(5) [Intentionally left blank.]

(6) The certificate of incorporation of Icelandic (USA), Inc. was filed by the Department of State on the 30th day of June, 1947 (originally under the name: Coldwater Seafood Corporation).

(7) The jurisdiction of incorporation of Samband of Iceland Corporation is Pennsylvania.

(8) The date of incorporation of Samband of Iceland Corporation is the 30th day of March, 1951.

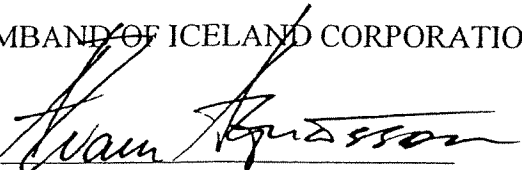
(9) No application by Samband of Iceland Corporation for authority to do business in the State of New York has been filed by the Department of State.

(10) The merger was authorized with respect to Icelandic (USA), Inc. in the following manner: A plan of merger was adopted by the board of Icelandic (USA), Inc. without a meeting by the consent in writing of all the members of the board to the adoption of a resolution authorizing adoption of the plan. The resolution and written consents thereto by the board members were filed with the minutes of the proceedings of the board. The board thereupon submitted the plan to a vote of shareholders. The plan was adopted by the consent in writing of the sole stockholder to the adoption of a resolution authorizing adoption of the plan. The resolution and written consents thereto by the stockholder was filed with the minutes of the proceedings of the stockholders. The plan was approved by vote of the holders of two thirds of all outstanding shares entitled to vote thereon.


(11) Samband of Iceland Corporation has complied with the applicable provisions of the laws of the Commonwealth of Pennsylvania under which it is incorporated, and this merger is permitted by such laws. The manner in which the merger was authorized in respect to Samband of Iceland Corporation was by unanimous written consent of all stockholders and members of the board of directors.

IN WITNESS WHEREOF, the undersigned have executed and signed this certificate this 17<sup>th</sup> day of January, 2006.

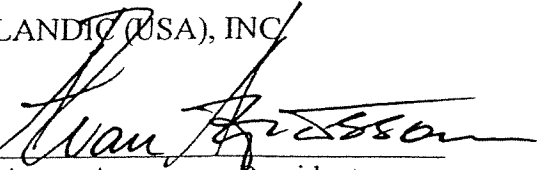
SAMBAND OF ICELAND CORPORATION

By:   
Aevar Agnarsson, President/CEO

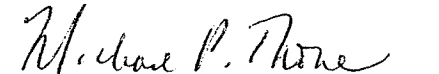
ATTEST:

By:   
Secretary

ICELANDIC (USA), INC

By:   
Aevar Agnarsson, President

ATTEST:

By:   
Secretary

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CERTIFICATE OF MERGER

OF

ICELANDIC (USA), INC.

Filer's Name: Geoffrey G. Hemphill, Esquire  
Company: Vandeventer Black LLP  
Address: 500 World Trade Center  
City, State and Zip: Norfolk, Virginia, 23510

STATE OF NEW YORK  
DEPARTMENT OF STATE

FILED FEB 06 2006

TAX \$

BY: JAC

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State of New York }  
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

March 03, 2006



A handwritten signature in black ink, appearing to be "D. J. ...", is written over the seal area.

Special Deputy Secretary of State

DOS-1266 (Rev. 11/05)

VANDEVENTER BLACK LLP  
ATTN: LISA CABRERA  
500 WORLD TRADE CENTER  
NORFOLK VA 23510

Enclosed is the information you requested. Your payment of \$10.00 is hereby acknowledged.

If the name on the enclosed document(s) does not match exactly with the name of the entity you requested, this office does not have a record of the exact name you requested. The document(s) provided appear(s) to be of sufficient similarity to be the entity requested.

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