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To the Director of the U. S. Patent and Trademark Office

at the old or the new address(es) below.

6-13-06

1. Name of conveying party(ies)/Execution Date(s):

Waltham Beef Company, Inc.

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

Citizenship (see guidelines) Delaware

Execution Date(s) October 12, 1999

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Home Market Foods, Inc.

Internal Address: 140 Morgan Drive

Street Address: _____

City: Norwood

State: MA

Country: _____ Zip: 02062

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other

Citizenship _____
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)
2,357,473

B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Neal L. Slifkin

Internal Address: Harris Beach PLLC

Street Address: 99 Garnsey Road

City: Pittsford

State: NY Zip: 14534

Phone Number: (585) 419-8636

Fax Number: (585) 419-8812

Email Address: _____

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers 9002
Expiration Date _____

b. Deposit Account Number 08-0865

Authorized User Name _____

9. Signature:

Neal L. Slifkin
Signature

6/12/06
Date

Neal L. Slifkin

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 3

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

06/23/2006 NJAMA1 00000003 2357473

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**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
WALTHAM BEEF COMPANY, INC.**

Waltham Beef Company, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation has adopted by written consent the following resolution:

RESOLVED: That it is advisable and in the best interest of this Corporation that Article 1 of the Certificate of Incorporation of this Corporation be amended to read in its entirety as follows:

"1. The name of this corporation is Home Market Foods, Inc."

SECOND: That said amendment has been consented to and authorized by the holders of a majority of the issued and outstanding stock entitled to vote by written consent given in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Section 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this Certificate to be signed by Douglas K. Atamian, its Chairman, and attested by Wesley L. Atamian, its Secretary, this 12th day of October 1999.


Chairman

Attested by:

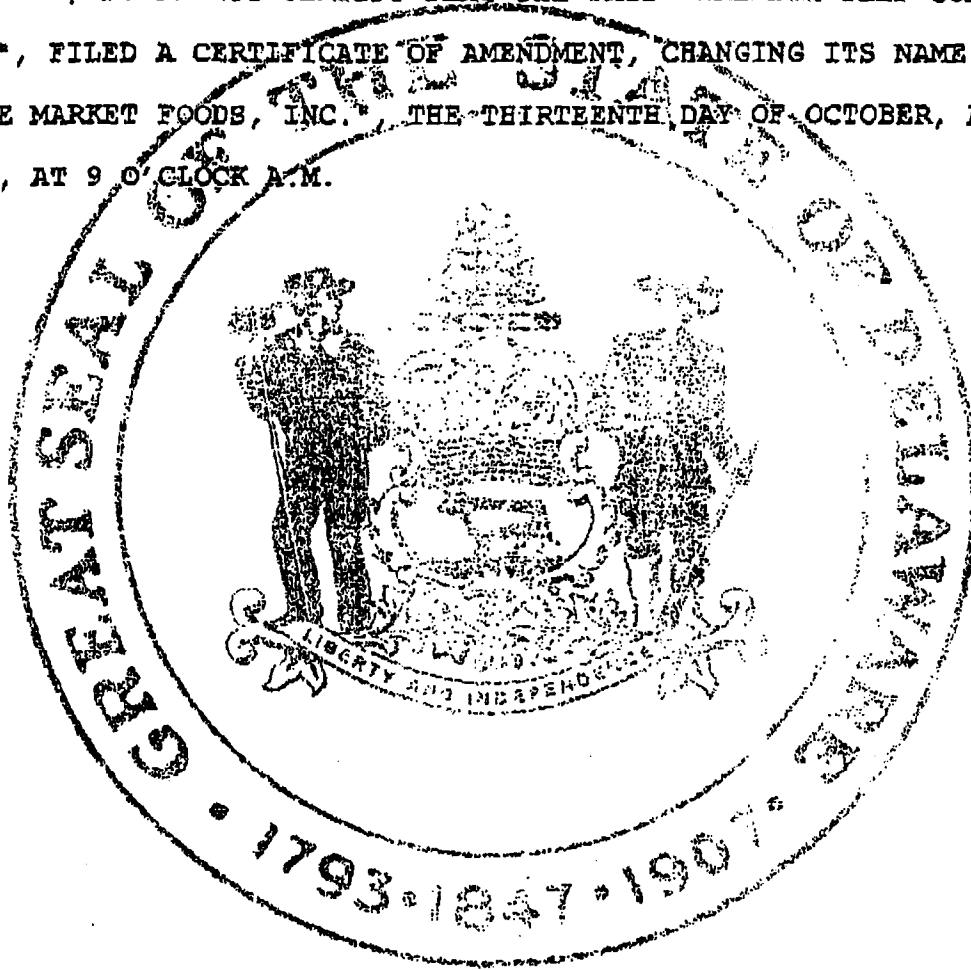

Secretary

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 THAT THE SAID "WALTHAM BEEF COMPANY, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "HOME MARKET FOODS, INC." THE THIRTEENTH DAY OF OCTOBER, A.D. 1999, AT 9 O' CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State



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AUTHENTICATION:

0023317

DATE:

10-13-99

RECORDED: 06/13/2006

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REEL: 003356 FRAME: 0570