

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
ConAgra Grocery Products, Ltd.		06/10/2003	CORPORATION: CANADA

RECEIVING PARTY DATA

Name:	ConAgra Foods Canada, Inc./Aliments ConAgra Canada Inc.
Street Address:	80 Tiverton Court, Suite 600
City:	Markahm, Ontario
State/Country:	CANADA
Postal Code:	L3R-0G4
Entity Type:	CORPORATION: CANADA

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	2457976	DEL MAESTRO
Registration Number:	2457975	DEL MAESTRO
Registration Number:	2510750	ARTEL
Registration Number:	2510751	ARTEL
Registration Number:	2591990	DEL MAESTRO
Registration Number:	2943128	FRASER VALLEY
Registration Number:	1190319	FRASER VALLEY

CORRESPONDENCE DATA

Fax Number: (402)952-6870
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (402) 341-3070
 Email: tdeutmeyer@mcgrathnorth.com
 Correspondent Name: Tracy L. Deutmeyer
 Address Line 1: 1601 Dodge Street
 Address Line 2: Suite 3700, First National Tower

OP \$190.00 2457976

Address Line 4: Omaha, NEBRASKA 68102

DOMESTIC REPRESENTATIVE

Name: Tracy L. Deutmeyer
Address Line 1: 1601 Dodge Street
Address Line 2: Suite 3700, First National Tower
Address Line 4: Omaha, NEBRASKA 68102

NAME OF SUBMITTER:	Tracy L. Deutmeyer
Signature:	/Tracy L. Deutmeyer/
Date:	08/02/2006

Total Attachments: 3
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Industrie Canada

**Certificate
of Amendment**


**Canada Business
Corporations Act**

**Certificat
de modification**

**Loi canadienne sur
les sociétés par actions**

ConAgra Foods Canada Inc./	
Aliments ConAgra Canada Inc.	385063-3
<hr/> Name of corporation-Dénomination de la société	<hr/> Corporation number-Numéro de la société
I hereby certify that the articles of the above-named corporation were amended:	Je certifie que les statuts de la société susmentionnée ont été modifiés:
a) under section 13 of the <i>Canada Business Corporations Act</i> in accordance with the attached notice;	<input type="checkbox"/> a) en vertu de l'article 13 de la <i>Loi canadienne sur les sociétés par actions</i> , conformément à l'avis ci-joint;
b) under section 27 of the <i>Canada Business Corporations Act</i> as set out in the attached articles of amendment designating a series of shares;	<input type="checkbox"/> b) en vertu de l'article 27 de la <i>Loi canadienne sur les sociétés par actions</i> , tel qu'il est indiqué dans les clauses modificatrices ci-jointes désignant une série d'actions;
c) under section 179 of the <i>Canada Business Corporations Act</i> as set out in the attached articles of amendment;	<input checked="" type="checkbox"/> c) en vertu de l'article 179 de la <i>Loi canadienne sur les sociétés par actions</i> , tel qu'il est indiqué dans les clauses modificatrices ci-jointes;
d) under section 191 of the <i>Canada Business Corporations Act</i> as set out in the attached articles of reorganization;	<input type="checkbox"/> d) en vertu de l'article 191 de la <i>Loi canadienne sur les sociétés par actions</i> , tel qu'il est indiqué dans les clauses de réorganisation ci-jointes;
  Director - Directeur	 June 17, 2003 / le 17 juin 2003 Date of Amendment - Date de modification

Canada

 **Industry Canada Industrie Canada** **ELECTRONIC TRANSACTION RAPPORT DE LA TRANSACTION**
REPORT ÉLECTRONIQUE
Canada Business Loi canadienne sur les **ARTICLES OF AMENDMENT CLAUSES MODIFICATRICES**
Corporations Act sociétés par actions **(SECTIONS 27 OR 177) (ARTICLES 27 OU 177)**

Processing Type - Mode de traitement: E-Commerce/Commerce-É

<p>1. Name of Corporation - Dénomination de la société</p> <p>ConAgra Grocery Products Limited Produits d'Alimentation ConAgra Limitée</p>	<p>2. Corporation No. - N° de la société</p> <p>385063-3</p>
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3. The articles of the above-named corporation are amended as follows:
 Les statuts de la société mentionnée ci-dessus sont modifiés de la façon suivante:

To change the name of the Corporation from CONAGRA GROCERY PRODUCTS LIMITED/PRODUITS D'ALIMENTATION CONAGRA LIMITEE to CONAGRA FOODS CANADA INC./ALIMENTS CONAGRA CANADA INC.

AND

To add the following paragraphs to Section 3, Schedule A to the share conditions of the Articles of the Corporation:

COMMON SHARE CLAUSES

Common Shares

1. Voting.

The holders of the common shares shall be entitled to receive notice of and to attend and vote at all meetings of the shareholders of the Corporation (except where the holders of a specified class are entitled to vote separately as a class as provided in the Canada Business Corporations Act) and each common share shall confer the right to 1 vote in person or by proxy at all meetings of shareholders of the Corporation.

2. Dissolution.

Subject to the rights of the holders of the Class A shares and the Class B shares, the holders of common shares are entitled to receive the remaining property of the Corporation upon a dissolution.

Date	Name - Nom	Signature	Capacity of - en qualité
2003-06-17	WAYNE E. SHAW		AUTHORIZED OFFICER



11-27-03 10:06 FROM-

T-701 P.04 F-003



Industry Canada

Industrie Canada

Canada Business Corporations Act

Loi canadienne sur les sociétés par actions

FORM 4
ARTICLES OF AMENDMENT
(SECTION 27 OR 177)

FORMULE 4
CLAUSES MODIFICATRICES
(ARTICLES 27 OU 177)

Name of the Corporation - Dénomination sociale de la société ONAGRA GROCERY PRODUCTS LIMITED/PRODUITS D'ALIMENTATION CONAGRA LIMITEE	2 - Corporation No - N° de la société 385063-3
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3 - The articles of the above-named corporation are amended as follows
 Les statuts de la société mentionnée ci-dessus sont modifiés de la façon suivante.

To change the name of the Corporation from CONAGRA GROCERY PRODUCTS LIMITED/PRODUITS D'ALIMENTATION CONAGRA LIMITEE to CONAGRA FOODS CANADA INC./ALIMENTS CONAGRA CANADA INC.

AND

To add the following paragraphs to Section 3, Schedule A to the share conditions of the Articles of the Corporation:

COMMON SHARE CLAUSES

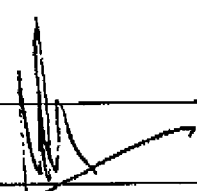
Common Shares

1. Voting.

The holders of the common shares shall be entitled to receive notice of and to attend and vote at all meetings of the shareholders of the Corporation (except where the holders of a specified class are entitled to vote separately as a class as provided in the Canada Business Corporations Act) and each common share shall confer the right to 1 vote in person or by proxy at all meetings of the shareholders of the Corporation.

2. Dissolution.

Subject to the rights of the holders of the Class A shares and the Class B shares, the holders of common shares are entitled to receive the remaining property of the Corporation upon a dissolution.

Date June 10, 2003	Signature 	4 - Capacity of - En qualité de Director And Secretary
For Departmental Use Only A l'usage du ministère seulement Fees Deposited C 1639 (2001/11)	Printed Name - Nom en lettres moulées 030 11/2001	