

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	07/31/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Horizon Organic Holding Corporation		07/31/2006	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	WhiteWave Foods Company
Street Address:	12002 Airport Way
City:	Broomfield
State/Country:	COLORADO
Postal Code:	80021
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Serial Number:	78758120	A HAPPY HEALTHY FAMILY STARTS HERE
Registration Number:	2215813	
Registration Number:	3033048	GOOD FROM THE BEGINNING
Registration Number:	2646060	
Serial Number:	78774227	HO HO HO ORGANIC
Serial Number:	78774241	HO HO HO ORGANIC
Serial Number:	78817628	HOPE ORGANIC
Registration Number:	2932874	HORIZON ORGANIC
Registration Number:	3070586	HORIZON ORGANIC
Registration Number:	3014315	HORIZON ORGANIC
Registration Number:	2633769	HORIZON ORGANIC
Registration Number:	1975824	HORIZON ORGANIC

CH \$390.00 78758120

Registration Number:	2507634	PURE FROM THE BEGINNING
Registration Number:	2187282	THE ORGANIC COW
Registration Number:	1923869	THE ORGANIC COW OF VERMONT

CORRESPONDENCE DATA

Fax Number: (214)721-1275
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 214-303-3411
Email: tms@deanfoods.com
Correspondent Name: Bridget Griffin Johnson
Address Line 1: 2515 McKinney Avenue
Address Line 2: Suite 1200
Address Line 4: Dallas, TEXAS 75201

NAME OF SUBMITTER:	Jackie T. Gwinn
Signature:	/jackie t. gwinn/
Date:	08/08/2006

Total Attachments: 4
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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"HORIZON ORGANIC HOLDING CORPORATION", A DELAWARE CORPORATION,

WITH AND INTO "WHITEWAVE FOODS COMPANY" UNDER THE NAME OF "WHITEWAVE FOODS COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF JULY, A.D. 2006, AT 10:42 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



2154694 8100M

060715489

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4938607

DATE: 07-31-06

TRADEMARK

REEL: 003364 FRAME: 0183

State of Delaware
Secretary of State
Division of Corporations
Delivered 10:42 AM 07/31/2006
FILED 10:42 AM 07/31/2006
SRV 060715489 - 2154694 FILE

**STATE OF DELAWARE
CERTIFICATE OF OWNERSHIP AND MERGER**

MERGING

HORIZON ORGANIC HOLDING CORPORATION
(a Delaware corporation)

INTO

WHITEWAVE FOODS COMPANY
(a Delaware corporation)

Pursuant to Title 8, Section 253 of the General Corporation Law of Delaware, the undersigned corporation executed the following Certificate of Ownership and Merger.

FIRST: The name of the parent corporation is: WhiteWave Foods Company, a Delaware corporation organized on March 14, 1988.

SECOND: The name of the subsidiary corporation is: Horizon Organic Holding Corporation, a Delaware corporation organized on March 20, 1997. WhiteWave Foods Company lawfully owns 100% of the outstanding stock of Horizon Organic Holding Corporation.

THIRD: The name of the surviving corporation is WhiteWave Foods Company.

FIFTH: The following resolutions, dated July 31, 2006, were duly approved and adopted by the sole director by written consent and filed with the Minutes of WhiteWave Foods Company:

"I. MERGER

"WHEREAS, it is in the best interest of the Company and its sole shareholder to merge the Company's wholly-owned subsidiary, Horizon Organic Holding Corporation, a Delaware corporation (the "Merging Corporation") with and into the Company, with the Company being the surviving entity in such merger (the "Merger");

"WHEREAS, the Merger will be effected pursuant to the laws of the State of Delaware; and

"WHEREAS, the terms and provisions of the Merger are set forth in the Agreement and Plan of Merger attached hereto as Exhibit A (the "Plan of Merger").

"NOW, THEREFORE, BE IT RESOLVED, that the Merger is hereby approved.

"RESOLVED FURTHER, that the form, terms and provisions of the Plan of Merger, with such changes thereto as may be approved by any officer executing such document pursuant to these resolutions (as conclusively evidenced by such execution), are hereby approved.

"RESOLVED FURTHER, that upon completion of the Merger all of the estate, property, rights, privileges, powers and franchises of the Merging Corporation be vested in and held and enjoyed by the Company as fully and entirely and without change or diminution as the same were before held and enjoyed by the Merging Corporation in its name and the Company shall assume all of the obligations and liabilities of the Merging Corporation.

"RESOLVED FURTHER, that the officers of the Company are hereby authorized and directed, for and on behalf of the Company, to do or cause to be done any and all things and to execute, deliver, file and perform, or cause to be executed, delivered, filed and performed, all such agreements, amendments, instruments, certificates, waivers, documents and papers, including without limitation effecting any filings with the State of Delaware and any other appropriate jurisdiction, in connection with the Merger as any of such officers, in such officer's discretion, may deem necessary, advisable or appropriate to effectuate or carry out the purposes and intent of the foregoing resolutions.

"RESOLVED FURTHER, that these merger resolutions and the Plan of Merger be submitted to the sole shareholder of the Company for its approval with the recommendation of the Director that they be so approved.

"II. GENERAL

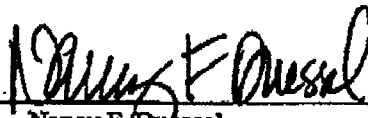
"RESOLVED, that all actions previously taken or proposed to be taken by the officers of the Company in connection with the transaction contemplated by these resolutions are hereby ratified and approved.

"RESOLVED, that the officers of the Company are hereby authorized and directed, for and on behalf of the Company, to do or cause to be done any and all things, and to execute, deliver and file any and all such other agreements, amendments, instruments, certificates, waivers, documents and papers, which any of them may deem necessary or advisable to carry into effect the purposes and intent of the foregoing resolutions and to consummate the transactions contemplated thereby."

SIXTH: The merger is to become effective as of the date filed.

IN WITNESS WHEREOF, said WhiteWave Foods Company has caused this Certificate to be signed by an authorized person this 31st day of July 2006, to be effective as of the date filed.

WHITEWAVE FOODS COMPANY

By: 
Nancy F. Dussel
Vice President and Assistant Secretary

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