TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Alliant Exchange, Inc.		12/23/2005	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	U.S. Foodservice, Inc.
Street Address:	9755 Patuxent Woods Drive
City:	Columbia
State/Country:	MARYLAND
Postal Code:	21046
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	1327269	QUALI-FRY

OP $40.00 1327269

CORRESPONDENCE DATA

Fax Number: (717)237-5300
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 717-232-8000
Email: trademarks@mwn.com
Correspondent Name: Sue Heberlig
Address Line 1: 100 Pine Street
Address Line 4: Harrisburg, PENNSYLVANIA 17108

ATTORNEY DOCKET NUMBER:	356/20802-0001
NAME OF SUBMITTER:	Sue Heberlig
Signature:	/SueHeb/

Date:	03/06/2007

Total Attachments: 6
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Delaware

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 OWNERSHIP, WHICH MERGES:

"ALLIANT EXCHANGE, INC.", A DELAWARE CORPORATION,

WITH AND INTO "U.S. FOODSERVICE, INC." UNDER THE NAME OF "U.S. FOODSERVICE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2005, AT 5:45 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2005, AT 12 O'CLOCK P.M.

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

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2193879 8100M

051059711

AUTHENTICATION: 4403562

DATE: 12 27 05

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:45 PM 12/23/2005
FILED 05:45 PM 12/23/2005
SRV 051059777 - 2193879 FILE

CERTIFICATE OF OWNERSHIP AND MERGER

OF

ALLIANT EXCHANGE, INC.
(a Delaware corporation)

WITH AND INTO

U.S. FOODSERVICE, INC.
(a Delaware corporation)

Under Section 253 of the General Corporation Law of the State of Delaware)

U.S. Foodservice, Inc., a corporation existing under the laws of Delaware, hereby certifies that:

1. Alliant Exchange, Inc., a Delaware corporation (the "Merging Entity"), and U.S. Foodservice, Inc., a Delaware corporation (the "Surviving Entity"), hereby agree to merge pursuant to Section 253 of the Delaware General Corporation Law (the "Merger").

2. The Surviving Entity is the sole stockholder and owns all of the outstanding shares of stock of the Merging Entity.

3. A Plan and Agreement of Merger has been approved, adopted, certified, executed and acknowledged by the Merging Entity and the Surviving Entity in accordance with the General Corporation Law of the State of Delaware.

4. The Merger shall be effective at 12 p.m. EST on December 31, 2005 (the "Effective Date").

5. The name of the surviving corporation is U.S. Foodservice, Inc., which shall continue its existence as the surviving corporation under the name U.S. Foodservice, Inc. upon the Effective Date of the Merger pursuant to the Delaware General Corporation Law.

6. The certificate of incorporation of the Surviving Entity, as now in force and effect, shall continue to be the certificate of incorporation of the Surviving Entity until amended pursuant to the provisions of the Delaware General Corporation Law.

7. The executed Plan and Agreement of Merger is on file at the principal place of business of the Surviving Entity located at 9755 Patuxent Woods Drive, Columbia, Maryland 21046. A copy of the Plan and Agreement of Merger will be furnished by the Surviving Entity on request and without cost, to any stockholder of the Surviving Entity or the Merging Entity.

8. On December 22, 2005, the Board of Directors of the Surviving Entity duly adopted the following resolutions to merge the Merging Entity with and into the Surviving Entity:

RESOLVED, That it is advisable and in the best interest of U.S. Foodservice, Inc. to enter into, and the Board of Directors of U.S. Foodservice, Inc. hereby approves, the merger of Alliant Exchange, Inc, a Delaware corporation and wholly-owned subsidiary with and into U.S. Foodservice, Inc., as the sole stockholder of Alliant Exchange, Inc.; and that U.S. Foodservice, Inc. hereby assumes all of the liabilities and obligations of Alliant Exchange, Inc. in accordance with Section 253 of the Delaware General Corporation Law immediately upon the effective time of the merger, such merger to be effected upon the terms and conditions set forth in the Plan and Agreement of Merger between the parties.

RESOLVED: That the appropriate officers of each of the corporations and limited liability companies named in the foregoing resolutions are authorized and directed, in the name of and on behalf of the appropriate corporation or limited liability company to execute, acknowledge, seal and file the documents prescribed by the laws of each State of organization of the respective entity and by the laws of any other appropriate jurisdiction in order to consummate the mergers authorized above, and to file such certificates and all such instruments necessary to implement the foregoing mergers in the prescribed offices of the respective States, and with such other authorities required to effectuate the mergers, and to take all other actions determined by such officers to be necessary or appropriate to fulfill the purposes of these resolutions.

RESOLVED: That the effective date of the mergers shall be December 31, 2005, and the time when the mergers shall become effective shall be as set forth in the appropriate filings for each State for each entity set forth above.

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Ownership and Merger to be signed by its authorized officer, on this 29th day of December, 2005.

WITNESS/ATTEST:

Charles M. Inokon
Assistant Secretary

SURVIVING ENTITY

U.S. FOODSERVICE, INC.

By: _____ (Seal)
David B. Eberhardt
Executive Vice President and Secretary

DAL70 [illegible] 12/29/2005

TRADEMARK
REEL: 003494 FRAME: 0227

Delaware

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 OWNERSHIP, WHICH MERGES:

"ALLIANT FOODSERVICE, INC.", A DELAWARE CORPORATION;

WITH AND INTO "ALLIANT EXCHANGE, INC." UNDER THE NAME OF "ALLIANT EXCHANGE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2005, AT 5:39 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2005, AT 11 O'CLOCK A.M.

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

2476014 8100M

051059697

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4403806

DATE: 12-27-05

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:39 PM 12/23/2005
FILED 05:39 PM 12/23/2005
SRV 051059687 - 2476014 FILE

CERTIFICATE OF OWNERSHIP AND MERGER

OF

ALLIANT FOODSERVICE, INC.
(a Delaware corporation)

WITH AND INTO

ALLIANT EXCHANGE, INC.
(a Delaware corporation)

(Under Section 253 of the General Corporation Law of the State of Delaware)

Alliant Exchange, Inc., a corporation existing under the laws of Delaware, hereby certifies that:

1. Alliant Foodservice, Inc., a Delaware corporation (the "Merging Entity"), and Alliant Exchange, Inc., a Delaware corporation (the "Surviving Entity"), hereby agree to merge pursuant to Section 253 of the Delaware General Corporation Law (the "Merger").

2. The Surviving Entity is the sole stockholder and owns all of the outstanding shares of stock of the Merging Entity.

3. A Plan and Agreement of Merger has been approved, adopted, certified, executed and acknowledged by the Merging Entity and the Surviving Entity in accordance with the General Corporation Law of the State of Delaware.

4. The Merger shall be effective at 11 a.m. EST on December 31, 2005 (the "Effective Date").

5. The name of the surviving corporation is Alliant Exchange, Inc., which shall continue its existence as the surviving corporation under the name Alliant Exchange, Inc. upon the Effective Date of the Merger pursuant to the Delaware General Corporation Law.

6. The certificate of incorporation of the Surviving Entity, as now in force and effect, shall continue to be the certificate of incorporation of the Surviving Entity until amended pursuant to the provisions of the Delaware General Corporation Law.

7. The executed Plan and Agreement of Merger is on file at the principal place of business of the Surviving Entity located at 9755 Patuxent Woods Drive, Columbia, Maryland 21046. A copy of the Plan and Agreement of Merger will be furnished by the Surviving Entity on request and without cost, to any stockholder of the Surviving Entity or the Merging Entity.

On December 22, 2005, the Board of Directors of the Surviving Entity duly adopted the following resolutions to merge the Merging Entity with and into the Surviving Entity:

RESOLVED, That it is advisable and in the best interest of Alliant Exchange, Inc. to enter into, and the Board of Directors of Alliant Exchange, Inc. hereby approves, the merger of Alliant Foodservice, Inc, a Delaware corporation and wholly-owned subsidiary with and into Alliant Exchange, Inc., as the sole stockholder of Alliant Foodservice, Inc.; and that Alliant Exchange, Inc. hereby assumes all of the liabilities and obligations of Alliant Foodservice, Inc. in accordance with Section 253 of the Delaware General Corporation Law immediately upon the effective time of the merger, such merger to be effected upon the terms and conditions set forth in the Plan and Agreement of Merger between the parties.

RESOLVED: That the appropriate officers of each of the corporations and limited liability companies named in the foregoing resolutions are authorized and directed, in the name of and on behalf of the appropriate corporation or limited liability company to execute, acknowledge, seal and file the documents prescribed by the laws of each State of organization of the respective entity and by the laws of any other appropriate jurisdiction in order to consummate the mergers authorized above, and to file such certificates and all such instruments necessary to implement the foregoing mergers in the prescribed offices of the respective States, and with such other authorities required to effectuate the mergers, and to take all other actions determined by such officers to be necessary or appropriate to fulfill the purposes of these resolutions.

RESOLVED: That the effective date of the mergers shall be December 31, 2005, and the time when the mergers shall become effective shall be as set forth in the appropriate filings for each State for each entity set forth above.

IN WITNESS WHEREOF, the undersigned have caused this Certificate of Ownership and Merger to be signed by its authorized officer, on this 22nd day of December, 2005.

WITNESS/ATTEST:

Charles M. Inokon
Assistant Secretary

SURVIVING ENTITY

ALLIANT EXCHANGE, INC.

By: _____ (Seal)
David B. Eberhardt
Executive Vice President and Secretary