

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: 1			
Property Type	Number	Word Mark	
Registration Number:	2792411	YO-YOS	
CORRESPONDENCE DATA			
Fax Number:	(214)721-1275		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
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		
ATTORNEY DOCKET NUMBER:	10187		
NAME OF SUBMITTER:	Jackie T. Gwinn		

CH \$40.00 2792411

Signature:	/jackie t. gwinn/
Date:	04/12/2007
Total Attachments: 4 source=Merger-HO-WWF#page1.tif source=Merger-HO-WWF#page2.tif source=Merger-HO-WWF#page3.tif source=Merger-HO-WWF#page4.tif	

Delaware

PAGE 1

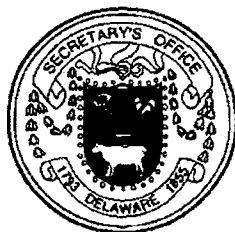
The First State

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: 003520 FRAME: 0769

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 "Merger 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

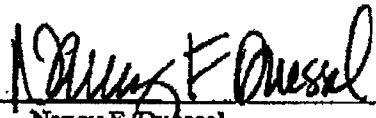
"RESOLVED, that all actions previously taken or proposed to be taken by the officers of the Company in connection with the transaction contemplated by these resolutions are hereby ratified and approved.

"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

EXEM (Admin) - QMABRO006 WhiteWave Restaurant Co. Over-Manager MDAC by WWFC-0606