

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	08/30/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Pilgrim's Pride Corporation of Georgia	FORMERLY Gold Kist Inc.	08/30/2007	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Pilgrim's Pride Corporation
Street Address:	110 S. Texas St.
City:	Pittsburgh
State/Country:	TEXAS
Postal Code:	75686-0093
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Serial Number:	78844508	FRIDGE-TO-FREEZER PAK
Serial Number:	77069636	CRISP-N-EASY
Serial Number:	78840866	SMART'N SAVORY

CORRESPONDENCE DATA

Fax Number: (214)965-7049
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 214.978.3000
 Email: meredith.m.pavia@bakernet.com
 Correspondent Name: Baker & McKenzie LLP
 Address Line 1: 2001 Ross Avenue
 Address Line 2: 2300 Trammell Crow Center
 Address Line 4: Dallas, TEXAS 75201

ATTORNEY DOCKET NUMBER:	24167786.71
-------------------------	-------------

OP \$90.00 78844508

NAME OF SUBMITTER:	Meredith M. Pavia
Signature:	/Meredith M. Pavia/
Date:	10/31/2007
Total Attachments: 5 source=Merger - Pilgrim's Pride Corporation of GA to Pilgrim's Pride Corporation#page1.tif source=Merger - Pilgrim's Pride Corporation of GA to Pilgrim's Pride Corporation#page2.tif source=Merger - Pilgrim's Pride Corporation of GA to Pilgrim's Pride Corporation#page3.tif source=Merger - Pilgrim's Pride Corporation of GA to Pilgrim's Pride Corporation#page4.tif source=Merger - Pilgrim's Pride Corporation of GA to Pilgrim's Pride Corporation#page5.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 OWNERSHIP, WHICH MERGES:

"PILGRIM'S PRIDE CORPORATION OF GEORGIA, INC.", A DELAWARE CORPORATION,

WITH AND INTO "PILGRIM'S PRIDE CORPORATION" UNDER THE NAME OF "PILGRIM'S PRIDE CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF AUGUST, A.D. 2007, AT 2:54 O'CLOCK P.M.

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

2101254 8100M

070973931



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5967147

DATE: 08-30-07

TRADEMARK
REEL: 003651 FRAME: 0222

**CERTIFICATE OF OWNERSHIP AND MERGER
MERCING
PILGRIM'S PRIDE CORPORATION OF GEORGIA, INC.
INTO
PILGRIM'S PRIDE CORPORATION**

Pursuant to Section 253 of the
General Corporation Law of the State of Delaware

Pilgrim's Pride Corporation, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify:

1. The name and the state of incorporation of each of the constituent corporations in the merger is as follows:

<u>Name of Corporation</u>	<u>State</u>
Pilgrim's Pride Corporation	Delaware
Pilgrim's Pride Corporation of Georgia, Inc.	Delaware

2. The Corporation owns all of the outstanding shares of each class of capital stock of Pilgrim's Pride Corporation of Georgia, Inc., a Delaware corporation.

3. The Corporation, by resolutions of its Board of Directors, a copy of which is attached hereto as Exhibit "A" and duly adopted on July 16, 2007, determined to merge Pilgrim's Pride Corporation of Georgia, Inc. with and into itself on the conditions set forth in such resolutions.

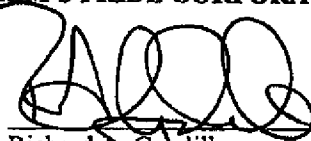
4. The Corporation shall be the surviving corporation in the merger, and the name of the Corporation as the surviving corporation shall continue to be "Pilgrim's Pride Corporation" (the "Surviving Corporation").

5. The Certificate of Incorporation of the Corporation as in effect immediately prior to the effective time of the merger shall constitute the Certificate of Incorporation of the Surviving Corporation.

IN WITNESS WHEREOF, this Certificate was executed for and on behalf and in the name of the undersigned corporation on August 30, 2007.

PILGRIM'S PRIDE CORPORATION

By:



Richard A. Cogdill
Chief Financial Officer, Secretary and Treasurer

EXHIBIT A

Pilgrim's Pride Corporation

Dated as of July 16, 2007

WHEREAS, the Board of Directors of the Corporation has determined that it is advisable and in the best interest of the Corporation that Pilgrim's Pride Corporation of Georgia, Inc., a Delaware corporation and a wholly-owned subsidiary of the Corporation ("PPC Georgia"), merge with and into the Corporation, with the Corporation being the surviving corporation under the name "Pilgrim's Pride Corporation" (the "Merger").

RESOLVED, that PPC Georgia merge with and into the Corporation pursuant to the following terms and provisions:

(a) In accordance with Section 253 of the General Corporation Law of the State of Delaware (the "DGCL") and as a wholly owned subsidiary of the Corporation, PPC Georgia shall be merged with and into the Corporation;

(b) As a result of the Merger, the outstanding shares of capital stock of PPC Georgia shall be canceled, the separate corporate existence of PPC Georgia shall cease, and the Corporation will be the surviving corporation in the merger;

(c) Each share of capital stock of the Corporation issued and outstanding immediately prior to the effective time of the merger shall remain outstanding and shall constitute the only outstanding shares of capital stock of the surviving corporation;

(d) The certificate of incorporation of the Corporation shall constitute the certificate of incorporation of the surviving corporation;

(e) The name of the surviving corporation shall be "Pilgrim's Pride Corporation"; and

(f) The Corporation shall cause the Merger to be consummated by filing the Certificate of Ownership and Merger (the "Certificate of Merger ") with the Secretary of State of the State of Delaware in such form as is required by, and executed in accordance with, the relevant provisions of the DGCL;

FURTHER RESOLVED, that said terms and provisions are hereby ratified, adopted, approved and confirmed;

FURTHER RESOLVED, that the proper officers of the Corporation be, and each hereby is, authorized, empowered, and directed, for and on behalf and in the name of the Corporation, to execute and deliver the Certificate of Merger for filing with the Secretary of State of the State of Delaware in accordance with the relevant provisions of Delaware law;

FURTHER RESOLVED, that any officer of the Corporation be, and hereby is, authorized, empowered and directed for and in the name and on behalf of the Corporation to perform all acts, to execute and deliver all such documents, instruments, certificates and agreements, and to do all things that the officer, in his or her sole discretion, deems necessary, appropriate or advisable to consummate the transactions contemplated by the above-described resolutions, his or her taking of any action, or his or her execution and delivery of any document or documents, being conclusive evidence that he or she did so deem the same to be necessary, appropriate or advisable; and

FURTHER RESOLVED, that any and all actions and transactions by any officer or any other representative of the Corporation for and in the name and on behalf of the Corporation with respect to any of the transactions contemplated by the foregoing resolutions before the adoption of the foregoing resolutions be, and hereby are, approved, adopted, ratified and confirmed in all respects and for all purposes as the actions of the Corporation.