

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/25/1993		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
Smartfoods, Inc.		12/25/1993	CORPORATION: MASSACHUSETTS
<b>RECEIVING PARTY DATA</b>			
Name:	Smartfoods, Inc.		
Street Address:	7701 Legacy Drive		
Internal Address:	Mail Drop 3A-421		
City:	Plano		
State/Country:	TEXAS		
Postal Code:	75024		
Entity Type:	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
Property Type	Number	Word Mark	
Registration Number:	1367966	SMARTFOOD	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(972)334-3871		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	972-334-2587		
Email:	jeanette.zimmer@fritolay.com		
Correspondent Name:	Jeanette S. Zimmer		
Address Line 1:	7701 Legacy Drive		
Address Line 2:	Mail Drop 3A-421		
Address Line 4:	Plano, TEXAS 75024		
ATTORNEY DOCKET NUMBER:	SMARTFOODS, INC. (MA-DE)		
NAME OF SUBMITTER:	Jeanette S. Zimmer		

CH \$40.00 1367966

Signature:	/Jeanette S. Zimmer/
Date:	04/28/2009
Total Attachments: 4 source=Merger for Assignment from Smartfoods, Inc. (MA) to (DE)#page1.tif source=Merger for Assignment from Smartfoods, Inc. (MA) to (DE)#page2.tif source=Merger for Assignment from Smartfoods, Inc. (MA) to (DE)#page3.tif source=Merger for Assignment from Smartfoods, Inc. (MA) to (DE)#page4.tif	



(b) The total number of shares and the par value, if any, of each class of stock which the resulting corporation is authorized is as follows:

CLASS OF STOCK	WITH PAR VALUE		WITHOUT PAR VALUE	
	NUMBER OF SHARES	NUMBER OF SHARES	PAR VALUE	AMOUNT
Preferred				\$.....
Common				

\*\* (c) If more than one class is authorized, a description of each of the different classes of stock with, if any, the preferences, voting powers, qualifications, special or relative rights or privileges as to each class thereof and any series now established.

NONE

\*\* (d) Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, for restrictions upon the transfer of shares of stock of any class, or for limiting, defining, or regulating the powers of the corporation, or of its directors or stockholders, or of any class of stockholders:

NONE

4. (This paragraph 4 may be deleted if the resulting\* surviving\* corporation is organized under the laws of a state other than Massachusetts.)

The following information shall not for any purpose be treated as a permanent part of the articles of organization of the resulting\* surviving\* corporation.

(a) The post office address of the principal office of the resulting\* surviving\* corporation in Massachusetts is:

(b) The name, residence and post office address of each of the directors and President, Treasurer and Clerk of the resulting\* surviving\* corporation is as follows:

Name	Residence	Post Office Address
President		
Treasurer		
Clerk		
Directors		

(c) The date adopted on which the fiscal year of the resulting\* surviving\* corporation ends is: .....

(d) The date fixed in the by-laws for the Annual Meeting of stockholders of the resulting\* surviving\* corporation is:

\*Delete the inapplicable words.

\*\*If there are no provisions state "NONE."

NOTE: If the space provided under article 3 is insufficient, additions shall be set forth on separate 8 1/2 x 11 inch sheets of paper, leaving a left hand margin of at least 1 inch for binding. Additions to more than one article may be continued on a single sheet so long as each article requiring each such addition is clearly indicated.

THE COMMONWEALTH OF MASSACHUSETTS  
ARTICLES OF CONSOLIDATION\* MERGER\*  
(General Laws, Chapter 156B, Section 79)

I hereby approve the within articles of ~~consolidation~~\* merger\* and, the filing fee in the amount of \$ 252.00 having been paid, said articles are deemed to have been filed with me this 24<sup>th</sup> day of DECEMBER, 19 93.

Effective Date DECEMBER 25<sup>th</sup> 1993

*Michael Joseph Connolly*  
MICHAEL JOSEPH CONNOLLY  
*Secretary of State*

SECRETARY OF STATE  
RECEIVED  
1993 DEC 24 AM 11:44  
CORPORATION DIVISION

TO BE FILLED IN BY CORPORATION  
Photocopy of Articles of Merger To Be Sent

TO:  
C T CORPORATION SYSTEM  
.....  
2 Oliver Street  
.....  
Boston, Massachusetts 02109  
.....  
(617) 482-4420  
Telephone .....

Copy Mailed

5. (This paragraph 5 may be deleted if the ~~xxxxxx~~\* surviving\* corporation is organized under the laws of Massachusetts)

The ~~xxxxxx~~\* surviving\* corporation hereby agrees that it may be sued in the Commonwealth of Massachusetts for any prior obligation of any constituent foreign corporation qualified under General Laws, Chapter 181, and any obligations hereafter incurred by the ~~xxxxxx~~\* surviving\* corporation, including the obligation created by General Laws, Chapter 156B, Section 85, so long as any liability remains outstanding against the corporation in the Commonwealth of Massachusetts, and it hereby irrevocably appoints the Secretary of the Commonwealth as its agent to accept service of process in any action for the enforcement of any such obligation, including taxes, in the same manner as provided in Chapter 181.

\*Delete the inapplicable words.

FOR MASSACHUSETTS CORPORATIONS

The undersigned ~~President~~\* Vice President\* and ~~Clerk~~\* Assistant Clerk\* of Smartfoods, Inc. a corporation organized under the laws of Massachusetts further state under the penalties of perjury that the agreement of ~~xxxxxx~~\* merger\* referred to in paragraph 1 has been duly executed on behalf of such corporation and duly approved in the manner required by General Laws, Chapter 156B, Section 79.

[Signature] ..... ~~President~~\* Vice President\*  
David H. Carter ..... ~~Clerk~~\* Assistant Clerk\* *Amber*

FOR CORPORATIONS ORGANIZED OTHER THAN IN MASSACHUSETTS

The undersigned ..... Vice President ..... + and ..... Asst. Secretary ..... ++  
of Smartfoods, Inc. ..... a corporation organized under the laws of  
Delaware ..... further state under the penalties of perjury that the agreement of ~~xxxxxx~~\* merger\*  
referred to in paragraph 1, has been duly adopted by such corporation in the manner required by the laws of .....  
Delaware .....

[Signature] ..... + Vice President  
Melanie Morgan ..... ++Asst. Secretary

\*Delete the inapplicable words.

+Specify the officer having powers and duties corresponding to those of the President or Vice President of a Massachusetts corporation organized under General Laws, Chapter 156B.

++Specify the officer having power and duties corresponding to the Clerk or Assistant Clerk of such a Massachusetts corporation.