

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/15/2006

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
The Smithfield Ham and Products Company, Inc.		12/15/2006	CORPORATION: VIRGINIA

**RECEIVING PARTY DATA**

Name:	Gwaltney of Smithfield, Ltd
Street Address:	200 Commerce Street
City:	Smithfield
State/Country:	VIRGINIA
Postal Code:	23430
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 3**

Property Type	Number	Word Mark
Registration Number:	1051973	JAMES RIVER
Registration Number:	1250563	RED EYE
Registration Number:	0081809	JOYNER'S

**CORRESPONDENCE DATA**

Fax Number: (215)851-1420  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 215-851-8100  
 Email: cpierce@reedsmith.com, phlipdocketing@reedsmith.com, nrymal@reedsmith.com  
 Correspondent Name: Carl H. Pierce  
 Address Line 1: P.O. Box 7990  
 Address Line 2: Intellectual Property  
 Address Line 4: Philadelphia, PENNSYLVANIA 19101-7990

**900144436**

**TRADEMARK  
 REEL: 004072 FRAME: 0001**

**OP \$90.00 1051973**

ATTORNEY DOCKET NUMBER:	06592.0027
NAME OF SUBMITTER:	Carl H. Pierce
Signature:	/Carl H. Pierce/
Date:	10/01/2009
Total Attachments: 6 source=Merger - Stadlers into Gwaltney#page1.tif source=Merger - Stadlers into Gwaltney#page2.tif source=Merger - Stadlers into Gwaltney#page3.tif source=Merger - Stadlers into Gwaltney#page4.tif source=Merger - Stadlers into Gwaltney#page5.tif source=Merger - Stadlers into Gwaltney#page6.tif	

# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE CERTIFICATE OF MERGER, WHICH MERGES:

- ✓ "BACON BUSINESS ACQUISITION SUB INC.", A DELAWARE CORPORATION,
- ✓ "CODDLE ROASTED MEATS, INC.", A VIRGINIA CORPORATION,
- ✓ "THE E.M. TODD COMPANY, INC.", A VIRGINIA CORPORATION,
- ✓ "HANCOCK'S OLD FASHIONED COUNTRY HAM, INC.", A DELAWARE CORPORATION,
- ✓ "LMJ DISTRIBUTION CENTER, INC.", A GEORGIA CORPORATION,
- ✓ "LYKES MEAT GROUP, INC.", A DELAWARE CORPORATION,
- ✓ "MADISON PACKING ACQUISITION SUB, INC.", A DELAWARE CORPORATION,
- ✓ "THE PEANUT SHOP, INC.", A VIRGINIA CORPORATION,
- ✓ "PREMIUM PORK, INC.", A GEORGIA CORPORATION,
- ✓ "PRUDEN PACKING COMPANY, INC.", A VIRGINIA CORPORATION,
- ✓ "THE SMITFIELD COMPANIES, INC.", A VIRGINIA CORPORATION,
- ✓ "SMITFIELD HAM AND PRODUCTS COMPANY, INCORPORATED", A VIRGINIA CORPORATION,
- ✓ "THE SMITFIELD PACKING COMPANY, INCORPORATED", A VIRGINIA

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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5299567

DATE: 12-21-06

TRADEMARK  
REEL: 004072 FRAME: 0003

# Delaware

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*The First State*

CORPORATION,

✓ "STADLER'S COUNTRY HAMS, INC.", A DELAWARE CORPORATION,

✓ "SUNNYLAND, INC.", A GEORGIA CORPORATION,

✓ "WILLIAMSBURG FOODS, INC.", A VIRGINIA CORPORATION,

WITH AND INTO "GWALTNEY OF SMITHFIELD, LTD." UNDER THE NAME OF "GWALTNEY OF SMITHFIELD, LTD.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, WAS RECEIVED AND FILED IN THIS OFFICE THE FIFTEENTH DAY OF DECEMBER, A.D. 2006, AT 3:09 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2006, AT 11:59 O'CLOCK P.M.

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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5299567

DATE: 12-21-06

TRADEMARK  
REEL: 004072 FRAME: 0004

**CERTIFICATE OF MERGER**

**MERGING**

**LYKES MEAT GROUP, INC.**

(a Delaware corporation)

**SUNNYLAND, INC.**

(a Georgia corporation)

**PREMIUM PORK, INC.**

(a Georgia corporation)

**LMJ DISTRIBUTION CENTER, INC.**

(a Georgia corporation)

**THE SMITHFIELD COMPANIES, INC.**

(a Virginia corporation)

**WILLIAMSBURG FOODS, INC.**

(a Virginia corporation)

**SMITHFIELD HAM AND PRODUCTS COMPANY, INCORPORATED**

(a Virginia corporation)

**PRUDEN PACKING COMPANY, INC.**

(a Virginia corporation)

**THE PEANUT SHOP, INC.**

(a Virginia corporation)

**THE E.M. TODD COMPANY, INCORPORATED**

(a Virginia corporation)

**THE SMITHFIELD PACKING COMPANY, INCORPORATED**

(a Virginia corporation)

**MADISON PACKING ACQUISITION SUB, INC.**

(a Delaware corporation)

**BACON BUSINESS ACQUISITION SUB INC.**

(a Delaware corporation)

**STADLER'S COUNTRY HAMS, INC.**

(a Delaware corporation)

**HANCOCK'S OLD FASHIONED COUNTRY HAM, INC.**

(a Delaware corporation)

**AND**

**CODDLE ROASTED MEATS, INC.**

(a Virginia corporation)

**INTO**

**GWALTNEY OF SMITHFIELD, LTD.**

(a Delaware corporation)

Pursuant to Section 252 of the Delaware General Corporation Law ("DGCL"), the undersigned corporation hereby submits the following Certificate of Merger:

## ONE

The name and state of incorporation of each constituent corporation is set forth below:

<u>Name of Corporation</u>	<u>State</u>	<u>Authorized Shares of Non Delaware Corporations</u>
Lykes Meat Group, Inc.	Delaware	1,000 Shares of Common Stock, no par value per share
Sunnyland, Inc.	Georgia	1,000 Shares of Common Stock, par value of \$1.00 per share
Premium Pork, Inc.	Georgia	1,000 Shares of Common Stock, par value of \$1.00 per share
LMJ Distribution Center, Inc.	Georgia	1,000 Shares of Common Stock, par value of \$1.00 per share
The Smithfield Companies, Inc.	Virginia	100 Shares of Common Stock, no par value per share
Williamsburg Foods, Inc.	Virginia	5,000 Shares of Common Stock, no par value per share
Smithfield Ham and Products Company, Incorporated	Virginia	20,000 Shares of Common Stock, no par value per share; 1,000 Shares of Preferred Stock, par value of \$1.00 per share
Pruden Packing Company, Inc.	Virginia	2,500 Shares of Common Stock, par value of \$10.00 per share
The Peanut Shop, Inc.	Virginia	5,000 Shares of Common Stock, no par value per share
The E.M. Todd Company, Incorporated	Virginia	5,000 Shares of Common Stock, no par value per share
The Smithfield Packing Company, Incorporated	Virginia	1,000 Shares of Common Stock, par value of \$100.00 per share
Madison Packing Acquisition Sub, Inc.	Delaware	1,000 Shares of Common Stock, par value of \$.01 per share
Bacon Business Acquisition Sub Inc.	Delaware	1,000 Shares of Common Stock, no par value per share.
Stadler's Country Hams, Inc.	Delaware	1,000 Shares of Common

		Stock, no par value per share
Hancock's Old Fashioned Country Ham, Inc.	Delaware	1,000 Shares of Common Stock, par value of \$.10 per share.
Coddle Roasted Meats, Inc.	Virginia	10,000 Shares of Common Stock, no par value per share; 125 Shares of Preferred Stock, par value of \$1,000 per share
Gwaltney of Smithfield, Ltd.	Delaware	1,000 Shares of Common Stock, par value of \$.10 per share.

**TWO**

The Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Section 252 the DGCL and pursuant to the organic law of the states of incorporation of the constituent corporations.

**THREE**

The surviving corporation is Gwaltney of Smithfield, Ltd., a Delaware corporation.

**FOURTH**

The certificate of incorporation of the surviving corporation shall be its certificate of incorporation.

**FIVE**

The merger shall become effective on December 31, 2006 at 11:59PM.

**SIX**


The Agreement and Plan of Merger is on file at 200 Commerce Street, Smithfield, VA 23430, which is the place of business of the surviving corporation.

**SEVEN**

A copy of the Agreement and Plan of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of any constituent corporation.

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IN WITNESS WHEREOF, the surviving corporation has caused this certificate to be signed by an authorized officer this 15<sup>th</sup> day of December, 2006.

By:   
Name: Cynthia A. A. Dixon  
Title: Assistant Secretary