

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	06/01/2007		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
VDW Acquisition, Ltd.		06/01/2007	LIMITED PARTNERSHIP: TEXAS
RECEIVING PARTY DATA			
Name:	Bay Valley Foods, LLC		
Composed Of:	COMPOSED OF TreeHouse Foods, Inc. a Delaware corporation		
Street Address:	Four Westbrook Corporate Center		
City:	westchester		
State/Country:	ILLINOIS		
Postal Code:	60188		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1566229	VAN DE WALLE FARMS	
CORRESPONDENCE DATA			
Fax Number:	(708)409-1062		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Email:	jo_osborn@treehousefoods.com		
Correspondent Name:	jo osborn		
Address Line 1:	two westbrook corporate center		
Address Line 4:	westchester, ILLINOIS 60154		
NAME OF SUBMITTER:	jo osborn		
Signature:	/jo osborn/		
Date:	12/01/2009		

CH \$40.00 1566229

900148871

TRADEMARK
 REEL: 004105 FRAME: 0560

Total Attachments: 4

source=Mergerdocs2#page2.tif

source=Mergerdocs2#page3.tif

source=Mergerdocs2#page4.tif

source=Mergerdocs2#page6.tif

TRADEMARK

REEL: 004105 FRAME: 0561



Office of the Secretary of State

CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument merging

BVF GP Acquisition LLC
Foreign Limited Liability Company (LLC)
Delaware, USA
[Entity not of Record, Filing Number Not Available]

VDW Acquisition, Ltd.
Domestic Limited Partnership (LP)
[File Number: 800082765]

Into

Bay Valley Foods, LLC
Foreign Limited Liability Company (LLC)
Delaware, USA
[Entity not of Record, Filing Number Not Available]

has been received in this office and has been found to conform to law.

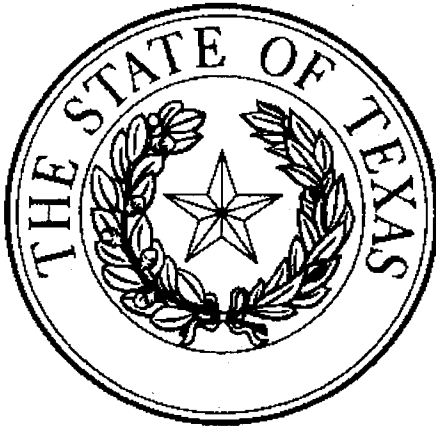
Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the merger on the date shown below.

Dated: 06/01/2007

Effective: 06/01/2007



Office of the Secretary of State



A handwritten signature in black ink that reads "Roger Williams".

Roger Williams
Secretary of State

FILED
In the Office of the
Secretary of State of Texas

JUN 01 2007

Corporations Section

**CERTIFICATE OF MERGER
of
VDW ACQUISITION, LTD.
and
BVF GP ACQUISITION LLC
with and into
BAY VALLEY FOODS, LLC**

The undersigned, in accordance with Article 6132a, Section 2.11 of the Texas Revised Limited Partnership Act (the "Act"), hereby certifies to the following facts relating to the merger (the "Merger") of VDW Acquisition, Ltd., a Texas limited partnership ("VDW"), and BVF GP Acquisition LLC, a Delaware limited liability company ("BVF GP" together with VDW, the "Terminating Companies") with and into Bay Valley Foods, LLC, a Delaware limited liability company (the "Surviving Company"):

FIRST. The Agreement and Plan of Merger, dated June __, 2007, between the Terminating Companies and the Surviving Company (the "Merger Agreement") has been adopted in accordance with the provisions of Article 6132a, Section 2.11 of the Act.

SECOND. The names of the entities participating in the Merger and the states under the laws of which they are organized are as follows:

<u>Name</u>	<u>Entity Type</u>	<u>State</u>
VDW Acquisition, Ltd.	limited partnership	Texas
BVF GP Acquisition LLC	limited liability company	Delaware
Bay Valley Foods, LLC	limited liability company	Delaware

THIRD. The certificate of formation of the Surviving Company shall be its certificate of formation immediately following the merger.

FOURTH. No new domestic limited partnerships will be formed under the terms of the Merger Agreement.

FIFTH. An executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Company, c/o TreeHouse Foods, Inc., Two Westbrook Corporate Center, Tower Two, Suite 1070, Westbrook, Illinois 60154.

SIXTH. A copy or summary of the Merger Agreement has been or is being furnished to each partner of VDW at least 20 days before the merger is effective, unless waived by that

CHI:1919691.2

TRADEMARK
REEL: 004105 FRAME: 0564

IN WITNESS WHEREOF, the undersigned have duly executed this Certificate of Merger
as of this 1st day of June, 2007.

BAY VALLEY FOODS LLC

By: Dennis F. Riordan
Title: SVP and Treasurer
Name: Dennis F. Riordan

VDW ACQUISITION, LTD.

By: BVF GP Acquisition LLC
Its: General Partner

By: Bay Valley Foods LLC
Its: Sole Member

By: Dennis F. Riordan
Title: SVP and Treasurer
Name: Dennis F. Riordan

BVF GP ACQUISITION LLC

By: Bay Valley Foods LLC
Its: Sole Member

By: Dennis F. Riordan
Title: SVP and Treasurer
Name: Dennis F. Riordan

CHI:1919691.2