

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2010

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
BEST BRANDS, LLC		12/29/2010	COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	VALUE CREATION PARTNERS, LLC
Street Address:	1765 Yankee Doodle Road
City:	St. Paul
State/Country:	MISSISSIPPI
Postal Code:	55121
Entity Type:	COMPANY: DELAWARE

PROPERTY NUMBERS Total: 30

Property Type	Number	Word Mark
Registration Number:	1087129	ULTRA WHITE
Registration Number:	2043231	ULTRA-RISE
Registration Number:	1441375	"THE TASTE OF ELEGANCE"
Registration Number:	1834831	THE PERFORMANCE BEHIND THE PROMISE
Registration Number:	1551168	STAR-DEMAND
Registration Number:	2134556	STAR D'LIGHTS
Registration Number:	1783558	NORSEMAN
Registration Number:	1872643	MULTIFOODS BAKERY PRODUCTS SINCE 1892
Registration Number:	1822991	M MULTIFOODS
Registration Number:	0958641	MULTIFOODS
Registration Number:	1827617	BAKERS HEAVEN
Registration Number:	1893708	CHOCOVIVA!
Registration Number:	1833439	CORNERSTONE

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Registration Number:	3069174	DIVINE CENTERS
Registration Number:	1798839	DUTCH TREAT
Registration Number:	0797541	FANTASIA
Registration Number:	1159339	JAMCO
Registration Number:	1550390	GOOD 'N' MOIST
Registration Number:	1486369	HI-DEMAND
Registration Number:	1828455	HIGH-M
Registration Number:	3306633	BEST BRANDS
Registration Number:	3352032	BB BEST BRANDS CORP.
Registration Number:	3473915	CORNERSTONE HEARTY GRAINS
Registration Number:	3536011	ULTRA SMOOTH
Serial Number:	77201129	BB
Serial Number:	77201131	BB BEST BRANDS
Serial Number:	77240206	MULTIFOODS
Serial Number:	77240207	CORNERSTONE
Serial Number:	77701112	BERRY-LICIOUS
Serial Number:	73140889	BB

CORRESPONDENCE DATA

Fax Number: (212)310-1762
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 212 626 4737
Email: nyctrademarks@bakermckenzie.com
Correspondent Name: Julia R. Talke
Address Line 1: 1114 Avenue of the Americas
Address Line 2: Baker & McKenzie LLP
Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	56182996-12
NAME OF SUBMITTER:	Julia R. Talke
Signature:	/jrt/
Date:	04/21/2011

Total Attachments: 3
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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, 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:


"BEST BRANDS, LLC", A DELAWARE LIMITED LIABILITY COMPANY, WITH AND INTO "VALUE CREATION PARTNERS, LLC" UNDER THE NAME OF "VALUE CREATION PARTNERS, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF DECEMBER, A.D. 2010, AT 7:46 O'CLOCK A.M.

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. 2010, AT 11:58 O'CLOCK P.M.

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101247243




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8460128

DATE: 12-30-10

You may verify this certificate online
at corp.delaware.gov/authver.shtml

TRADEMARK
REEL: 004526 FRAME: 0672

CERTIFICATE OF MERGER

OF

**BEST BRANDS, LLC,
a Delaware limited liability company**

AND

**VALUE CREATION PARTNERS, LLC
a Delaware limited liability company**

Pursuant to Title 6, Section 18-209 of the Limited Liability Company Act of the State of Delaware, the undersigned limited liability company, as the surviving limited liability company of the Merger referenced in this Certificate, executed the following Certificate of Merger:

1. The limited liability companies constituent to this merger are Best Brands, LLC, a limited liability company organized and existing under the laws of the State of Delaware, and a direct wholly-owned subsidiary of the surviving limited liability company; and Value Creation Partners, LLC, a limited liability company organized and existing under the laws of the State of Delaware.

2. The name of the surviving limited liability company is Value Creation Partners, LLC, a limited liability company organized and existing under the laws of the State of Delaware.

3. An Agreement of Merger between the constituent limited liability companies has been approved and executed by each of the constituent limited liability companies.

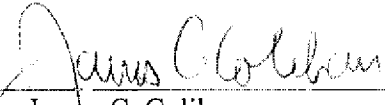
4. The merger is to become effective at 11:58 p.m. Eastern Time on December 31, 2010.

5. The executed Agreement of Merger is on file at an office of the surviving limited liability company, the address of which is c/o Baker & McKenzie LLP, 1114 Avenue of the Americas, New York, New York 10036.

6. A copy of the Agreement of Merger will be furnished by the surviving limited liability company on request and without cost, to any member of any domestic limited liability company or any person having an interest in any other business entity which is to merger pursuant to this Certificate of Merger.

IN WITNESS WHEREOF, said surviving limited liability company has caused this certificate to be signed by an authorized officer, as of the 29th day of December, 2010.

VALUE CREATION PARTNERS, LLC

By: 
Name: James C. Colihan
Title: Secretary