

6.22.98

06-30-1998

REC



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100750548

Our Ref.: 1125-4

Commissioner of Patents and Trademarks
Box Assignments, Washington, DC 20231

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Blue Grass Farms, Inc.

- Individual(s)
- General partnership
- Corporation-State: New York
- Other:

- Association
- Limited Partnership

2. Name and address of receiving party(ies):

Name: Walker Foods, Inc.

Internal Address:

Street Address: 66 Fadem Road

City: Springfield

State/Country: New Jersey

Zip: 07081

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State New York

Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

Designations must be a separate document from Assignment)

Additional name/s & address/es attached Yes No

3. Nature of conveyance:

- Assignment
- Security Assignment
- Other:

- Merger
- Change of Name

Execution Date: August 11, 1997

4. Application number(s) or registration number(s):

If this document is being filed together with a new application, the execution date of the application is:

A. Trademark Application No.(s)

(1)

(2)

(3)

B. Trademark Registration No.(s)

(1) 1,100,289

(2)

(3)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence

concerning document should be mailed:

Name: Donna J. Bunton

Internal Address:

Street Address: Nixon & Vanderhye P.C.
1100 North Glebe Road

8th Floor

City Arlington State VA Zip: 22201

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00

Enclosed

Authorized to be charged to deposit account #14-1140

8. The Commissioner is hereby authorized to charge any deficiency in the fee(s) filed, or asserted to be filed, or which should have been filed herewith (or with any paper thereafter filed in this application by this firm) to our Account No. 14-1140

DO NOT USE THIS SPACE

06/30/1998 DCB/ELB 0000012 1100289

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Donna J. Bunton
Name of Person Signing

Donna J. Bunton
Signature

June 22, 1998
Date

Total number of pages including cover sheet, attachments and document: 6

TRADEMARK

REEL: 1746 FRAME: 0243

282899

f 970811000475 P.02

**Certificate of Amendment of the Certificate of Incorporation of
ELUE GRASS FARMS, INC.**

under Section 805 of the Business Corporation Law

IT IS HEREBY CERTIFIED THAT:

CSC 45

(1) *The name of the corporation is* ELUE GRASS FARMS, INC.

(2) *The certificate of incorporation was filed by the department of state on the* 12th *day*
of December, i 19 58 .

(3) *The certificate of incorporation of this corporation is hereby amended to effect the following change**
To change the name of the corporation.

Paragraph "1" of the Certificate of Incorporation which refers to the
name of the corporation is amended to read as follows:

(1) The name of the corporation is WALKER FOODS, INC.

*Set forth the subject matter of each provision of the certificate of incorporation which is to be amended or eliminated and the text of the provision(s), if any, which are to be substituted or added. If an amendment provides for a change of issued shares, the number and kind of shares changed, the number and kind of shares resulting from such change and the terms of change. If an amendment makes two or more such changes, a like statement shall be included in respect to each change.

AUG-08-97 FRI 12:06

F 970811000475 P. 04

IN WITNESS WHEREOF, this certificate has been subscribed this day of August, 19 97 by the undersigned who affirm(s) that the statements made herein are true under the penalties of perjury.

<u>Type name</u>	<u>Capacity in which signed</u>	<u>Signature</u>
Herbert Boden	President	<i>[Signature]</i>
Anthony V. Montalto	Secretary	<i>Anthony V. Montalto</i>

CSC 45

Certificate of Amendment of the Certificate of Incorporation of ICC

BLUE GRASS FARMS, INC.

under Section 805 of the Business Corporation Law

STATE OF NEW YORK
 DEPARTMENT OF STATE
 AUG 11 1997
 BY: *CSC*

Filed By:

NICHOLAS M. SORIANO, ESQ.

Address:

175 Main Street - Suite 800
 White Plains, New York 10601
 Tel. (914) 949-3393

NEWY

BILLED

491839 MSE

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970811000502
 REEL: 1746 FRAME: 0245

(4) The amendment to the certificate of incorporation was authorized:

~~by the Board of Directors followed by unanimous written consent of all the outstanding shares entitled to vote thereon.~~

* by the Board of Directors followed by unanimous written consent of the holders of all outstanding shares entitled to vote thereon.

~~* by the Board of Directors followed by unanimous written consent of all the outstanding shares entitled to vote thereon.~~

~~* by the Board of Directors followed by unanimous written consent of all the outstanding shares entitled to vote thereon.~~

* STRIKE OUT WHERE INAPPLICABLE

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FILING RECEIPT

ENTITY NAME : WALKER FOODS, INC.

DOCUMENT TYPE : AMENDMENT (DOM. BUSINESS)
NAME

COUNTY: NEWY

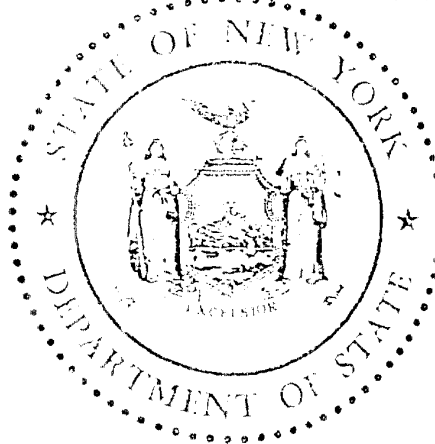
SERVICE COMPANY : CSC NETWORKS/PRENTICE HALL

SERVICE CODE: 45

FILED: 08/11/1997 DURATION: ***** CASH #: 970811000502 FILM #: 970811000

ADDRESS FOR PROCESS

REGISTERED AGENT



FILER	FEES		PAYMENTS	
NICHOLAS M. SORIANO, ESQ. 175 MAIN STREET - SUITE 800 WHITE PLAINS, NY 10601	FILING : TAX : CERT : COPIES : HANDLING:	60.00 0.00 0.00 10.00 25.00	CASH : CHECK : BILLED:	0. 0. 95.
			REFUND:	0.

05-1025 (11/89)

491839MSE

State of New York }
Department of State }^{ss:}

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

AUG 13 1997



A handwritten signature in cursive script, appearing to read "J. Clark", followed by a horizontal line extending to the right.

Special Deputy Secretary of State

DOS-1266 (5/96)