

02-12-1999

Docket No. SM(140)N01

FORM PTO-1594 (Rev. 10-96) OMB No. 0651-0011 (exp.



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U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

COVER SHEET S ONLY

Record the attached original documents or copy thereof.

1. Name of conveying party(ies): Curtice-Burns Foods, Inc. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [X] Corporation-State - New York [] Other

2. Name and address of receiving party(ies): Name: Agrilink Foods, Inc. Internal Address: Street Address: 90 Linden Oaks City Rochester State NY ZIP 14602

Additional name(s) of conveying party(ies) attached? [] Yes [X] No 3. Nature of conveyance: [] Assignment [] Merger [] Security Agreement [X] Change of Name [] Other

[] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [X] Corporation-State New York [] Other If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [] No

Execution Date: September 12, 1997

(Designation must be a separate document from Assignment) Additional name(s) & address(es) attached? [] Yes [X] No

4. Application number(s) or registration number(s): A. Trademark Application No.(s) Additional numbers attached? [] Yes [X] No

B. Trademark registration No.(s) 1,138,496; 1,753,334; 1,718,416

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Robert V. Vickers Internal Address: Street Address: VICKERS, DANIELS & YOUNG 2000 TERMINAL TOWER CLEVELAND, OHIO 44113-2235

6. Total number of applications and registrations involved: 3 7. Total fee(37 CFR 3.41):.....\$ 90.00 [X] Enclosed [X] You are authorized to charge our deposit account for any additional fee required. 8. Deposit account number: 22-0347 A duplicate copy of this form is attached

FC:481 40.00 OP FC:482 50.00 OP

DO NOT USE THIS SPACE

9. Statement and signature. 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. ROBERT V. VICKERS Name of Person Signing Signature Date 2/5/99

Total number of pages including cover sheet, attachments, and document: 4

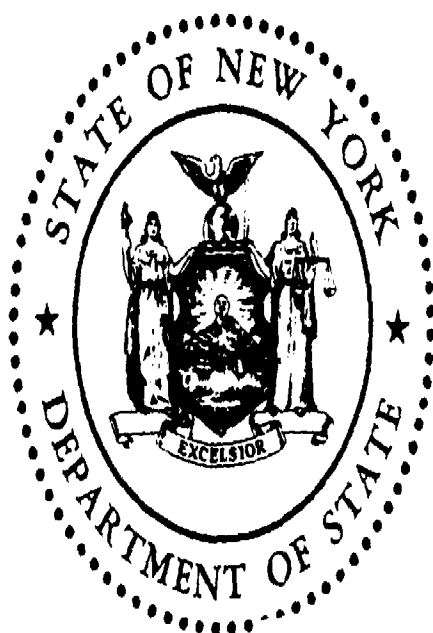
Mail documents to be recorded with required cover sheet information to: Commissioner of Patents and Trademarks Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 1853 FRAME: 0915

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 DEC 29 1998



A handwritten signature in black ink, appearing to read "J. Clark", written over a horizontal line.

Special Deputy Secretary of State

DOS-1266 (5/96)

FILING RECEIPT

F970918000314

ENTITY NAME AGRILINK FOODS, INC.

DOCUMENT TYPE NAME RESERVATION (NCH) (DOM. BUSINES

SERVICE COMPANY NATIONWIDE INFORMATION SERVICES, INC. SERVICE CODE: 27

APPLICANT NAME CURTICE-BURNS FOODS, INC.

FILED: 09/02/1997 DURATION: 11/03/1997 CASH #: 970902000086 FILM #: 97090200008

ADDRESS TYPE PROCESS

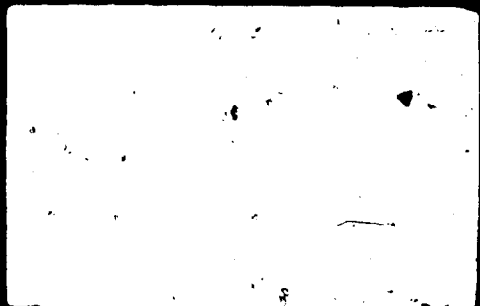
REGISTERED AGENT



FOR SUPPLIER RECEIPT WHEN FILING CERTIFICATE

FEE		FEE	45.00	PAYMENTS	45.00
COMP	AGRI LINK FOODS, INC.	FILING	20.00	CASH	0.
TYPE	150 BLANCH & WILCOX	TAX	0.00	CHECK	0.
NO	MAIN STREET	CERT	0.00	BILLED	45.
NO	ALBANY 12208	COPIES	0.00		
		HANDLING	25.00	REFUND	0.

DATE



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**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
CURTICE-BURNS FOODS, INC.**

Under Section 805 of the Business Corporation Law

The undersigned, being respectively the President and Secretary of CURTICE-BURNS FOODS, INC. (the "Corporation"), hereby certify:

1. The name of the Corporation is CURTICE-BURNS FOODS, INC. The name under which it was formed is CURTICE-BURNS, INC.
2. The Certificate of Incorporation was filed by the Department of State on January 16, 1961.
3. The Certificate of Incorporation, as now in full force and effect, is hereby amended to effect the following change as authorized by Section 801 of the Business Corporation Law:

To change the name of the Corporation from CURTICE-BURNS FOODS, INC. to AGRILINK FOODS, INC. The Paragraph designated "1" in the Certificate of Incorporation is hereby amended to read in its entirety as follows:—

1. The name of the corporation is AGRILINK FOODS, INC.
4. This Amendment to the Certificate of Incorporation was authorized by vote of the Board of Directors followed by vote of the holders of a majority of all outstanding shares entitled to vote thereon at a meeting of Shareholders.

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IN WITNESS WHEREOF, we have signed this Certificate of Amendment this 12th day of September, 1997 and hereby affirm the truth of the statements contained herein under penalty of perjury.


Dennis M. Mullen, President


William D. Rice, Secretary

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CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
CURTICE-BURNS FOODS, INC.

Under Section 805 of the Business Corporation Law

M.S. 27

RECEIVED

SEP 16 11 03 AM '97

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED SEP 18 1997

TAX \$ _____

BY: SR

Monroe

HARRIS BEACH & WILCOX, LLP
The Granite Building
130 East Main Street
Rochester, New York 14604

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