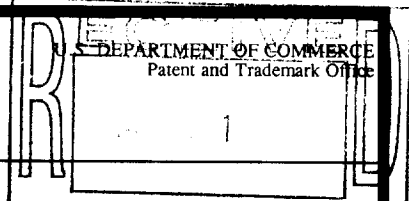


8-31-99

09-07-1999



101136432



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

1. Name of conveying party(ies):
NEW MRS BAIRD'S BUSINESS TRUST

Individual(s) Association
 General Partnership Limited Partnership
 Corporation - State of _____
 Other Delaware Business Trust

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
Name: MRS BAIRD'S BAKERIES BUSINESS TRUST
Internal Address: _____
Street Address: 7301 South Freeway
City: Fort Worth State Texas ZIP: 76134

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State of _____
 Other Delaware Business Trust

If assignee is not domiciled in the United States, a domestic representative designation is attached:
 Yes No
(Designation must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: August 10, 1999

4. Application number(s) or registration number(s):
A. Trademark Application No(s).
See attached Exhibit B

B. Trademark registration No(s).
See attached Exhibit A
1270150

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Russell N. Rippamonti
Jenkins & Gilchrist, P.C.
Internal Address: _____
Street Address: 1445 Ross Avenue, Ste. 3200
City: Dallas State: Texas Zip: 75202-2799

6. Total number of applications and registrations involved: 18

7. Total fee (37 CFR 3.41): \$ 465.00
 Enclosed
 Authorized to be charged to deposit account.

(If check is not received with this correspondence or additional fees are required, please charge to deposit account 10-0447.)

8. Deposit Account number: _____
(Attach duplicate copy of this page if paying by deposit account)

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.

Russell N. Rippamonti *Russell Rippamonti* 8/23/99
Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 5

09/03/1999 DNGUYEN 00000339 1270150

01 FC:481 40.00 DP
02 FC:482 425.00 DP

**EXHIBIT A
Federal Registrations**

Federal	Mark	Reg. No.	Registration Date
Federal	MRS BAIRD'S (for bread, cakes, rolls, donuts, buns & pies)	1,270,150	March 13, 1984
Federal	BISKROLL	1,277,284	May 8, 1984
Federal	WITH FAMILY PRIDE	1,283,542	June 26, 1984
Federal	MISCELLANEOUS DESIGN (Zigzag Design - Color)	1,331,097	April 16, 1985
Federal	PUL-A-PART	1,347,005	July 2, 1985
Federal	MISCELLANEOUS DESIGN (Seal)	1,363,632	October 1, 1985
Federal	STAYS FRESH LONGER & Design (Seal)	1,364,752	October 8, 1985
Federal	WITH FAMILY PRIDE OVER 75 YEARS OF BAKING & DESIGN (Seal and banner)	1,391,773	April 29, 1986
Federal	MRS BAIRD'S BREAD ORIGINAL HOME OF MRS BAIRD'S BREAD & Design (Portrait of Mrs Baird's Home)	1,468,539	December 8, 1987
Federal	MRS BAIRD'S (for tortillas)	2,029,794	January 14, 1997
Federal	MRS BAIRD'S TEXAS TORTILLAS & Design	2,082,926	July 29, 1997
Federal	OVER 85 YEARS OF BAKING	2,082,927	July 29, 1997
Federal	TEXAS BORN. TEXAS BREAD.	2,206,004	November 24, 1998

EXHIBIT B
Pending Federal Applications

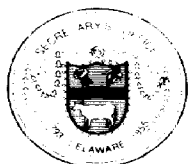
Federal/State	Mark	Serial No.	Filing Date
Federal	FAMILY HERITAGE	75/399,867	December 4, 1997
Federal	MRS BAIRD'S BOMBER	75/652,364	March 2, 1999
Federal	MRS BAIRD'S (Stylized)	75/671,189	March 30, 1999
Federal	TIA ROSA & Design	75/693,109	April 28, 1999
Federal	MEGATHIN	75/747,799	July 7, 1999

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "NEW MRS BAIRD'S BUSINESS TRUST", CHANGING ITS NAME FROM "NEW MRS BAIRD'S BUSINESS TRUST" TO "MRS BAIRD'S BAKERIES BUSINESS TRUST", FILED IN THIS OFFICE ON THE FOURTH DAY OF AUGUST, A.D. 1999, AT 4:01 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE TENTH DAY OF AUGUST, A.D. 1999.



A handwritten signature in cursive script that reads "Edward J. Freel".

Edward J. Freel, Secretary of State

3050788 8100

991324422

AUTHENTICATION:

9908453

DATE:

08-06-99

TRADEMARK

REEL: 001953 FRAME: 0320

**CERTIFICATE OF AMENDMENT
OF
NEW MRS BAIRD'S BUSINESS TRUST**

This Certificate of Amendment ("Certificate") of New Mrs Baird's Business Trust (the "Trust"), is being filed by the undersigned trustees to amend the Certificate of Trust filed by the Trust with the Delaware Secretary of State under the Delaware Business Trust Act (12 Del.C. §3801 *et seq.*)

1. The name of the business trust to be amended by this Certificate is:

New Mrs Baird's Business Trust.

2. The Certificate of Trust of New Mrs Baird's Business Trust shall be amended to change its name from "New Mrs Baird's Business Trust" to "Mrs Baird's Bakeries Business Trust."
3. This Certificate shall be effective as of August 10, 1999.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Amendment this 2nd day of August, 1999.

MANAGING TRUSTEE:

TIA ROSA BAKERY OF OHIO, INC.
(an Ohio corporation)

By: _____

Juan Muldoon, President

RESIDENT TRUSTEE:



Mark A. Ferrucci

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