

RECORDATION
TRADE

01-26-2001

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



101594816

Documents or copy thereof.

To the Honorable Commissioner of Patents and Trademark

1. Name of conveying party(ies): 1.8.01
Slim-Fast Foods Company

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

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

2. Name and address of receiving party(ies)

Name: Conopco, Inc.

Internal Address: 390 Park Ave.

Street Address: _____

City: New York State: NY ZIP: 10022

- 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 Agreement
- Other
- Merger
- Change of Name

Execution Date: December 21, 2000

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

A. Trademark Application No.(s)
please see schedule "A" attached

B. Trademark Registration No.(s)

01-08-2001

Additional numbers attached? Yes No

U.S. Patent & TMO/TM Mail Rpt Dt. #47

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Ken Leonard

Internal Address: Unilever-HPC

Street Address: 33 Benedict Place

6. Total number of applications and registrations involved: 10

7. Total fee (37 CFR 3.41).....\$ 265.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:
03-1595

(Attach duplicate copy of this page if paying by deposit account)

01 FC:481 40.00 CH
02 FC:482 225.00 CH

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.

Jennifer Davies
Name of Person Signing

Jennifer Davies
Signature

January 8, 2001
Date

Total number of pages including cover sheet, attachments, and document: 1

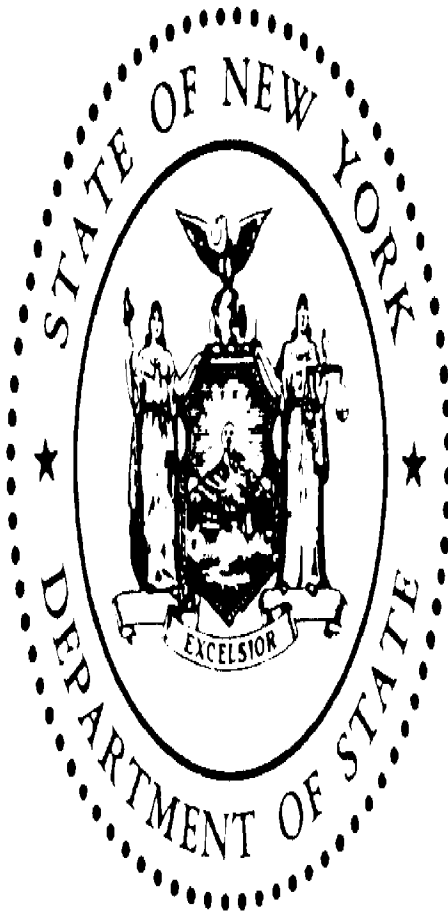
SCHEDULE A

TRADEMARK	APPLICATION SERIAL NO.
CAPPUCCINO DELIGHT	75/726,469
CAPPUCCINO DELIGHT	75/979,832
CRUNCH N'GO	75/925,893
GREAT TASTING NUTRITION ON THE GO	75/398,618
SENSIBLE MEAL	75/833,672
SHAKE & GO	75/228,625
SLIM CLASSICS	75/883,120
ULTRA SPORT	75/589,103
SLIM-FAST	76/137,134
ULTRA SLIM-FAST	76/137,039

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 **JAN 04 2001**



A handwritten signature in black ink, appearing to read "J. Klue", written in a cursive style.

Special Deputy Secretary of State

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

JAN 04 2001



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

Special Deputy Secretary of State

S-1266 (5/96)

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07 07

CERTIFICATE OF MERGER
OF
SLIM-FAST FOODS COMPANY
INTO
CONOPCO, INC.

UNDER SECTION 904 OF THE BUSINESS CORPORATION LAW

We, the undersigned, A. Peter Harwich and David J. Strickland, III being respectively the vice-president and the assistant secretary of Conopco, Inc., and Ronald M. Soiefer and Anthony B. Radin being respectively the vice-president and the assistant secretary of Slim-Fast Foods Company hereby certify:

1. (a) The name of each constituent corporation is as follows:

Conopco, Inc., originally incorporated as ^{THE} Chesebrough Manufacturing Company New York
CONSOLIDATED
Slim-Fast Foods Company Delaware

(b) The name of the surviving corporation is Conopco, Inc. and following the merger its name shall be Conopco, Inc.

2. As each constituent corporation, the designation and number of outstanding shares of each class and series and the voting rights thereof as follows:

Name of Corporation	Designation and number of shares in each class or series outstanding	Class or series of shares entitled to vote	Shares entitled to vote as a class or series
Conopco, Inc.	100,011 Class A	Class A	100,011
Slim-Fast Foods Company	5,000,000 Class A	Class A	5,000,000

3. The date when the certificate of incorporation of each constituent corporation was filed by the Department of State is as follows:

NAME OF CORPORATION	DATE OF INCORPORATION	
CONOPCO, INC.	MAY 11, 1880	
NAME OF CORPORATION	QUALIFICATION DATE	STATE/DATE OF INCORPORATION
SLIM-FAST FOODS COMPANY	OCTOBER 30, 1990	DELAWARE/MARCH 26, 1990

4. The merger was adopted by the New York constituent corporation in the following manner: As to Conopco, Inc. by the written consent of the shareholders given in accordance with Section 615 of the

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Business Corporation Law, written notice having been duly given to nonconsenting shareholders as and to the extent required by such Section.


Slim-Fast Foods Company has complied with the applicable provisions of the laws of the State of Delaware in which it is incorporated and this merger is permitted by such laws. The manner in which the merger was authorized with respect to said corporation was by written consent of the board of directors and the sole stockholder.

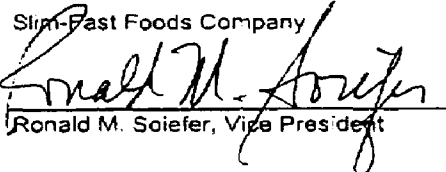
5. The merger shall be effective on the 31st day of December, 2000.

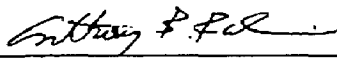
IN WITNESS WHEREOF, we have signed this certificate on the 21st day of December, 2000 and we affirm the statements contained therein as true under penalties of perjury.

Conopco, Inc.


A. Peter Harwich, Vice President


David J. Strickland, III, Assistant Secretary

Slim-Fast Foods Company

Ronald M. Soiefer, Vice President


Anthony B. Radin, Assistant Secretary

CT-07

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CERTIFICATE OF MERGER

OF

SLIM-FAST FOODS COMPANY

INTO

CONOPCO, INC.

UNDER SECTION 904 OF THE
BUSINESS CORPORATION LAW

Dec 28 10 34 AM '00

hac

jac

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED DEC 28 2000

TAX \$ _____

BY: *hac*

ny

UNILEVER UNITED STATES, INC.
390 PARK AVENUE
NEW YORK, NY 10022

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