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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies): Chock Full O'Nuts Corporation 02/25/03 Individual(s) Association General Partnership Limited Partnership [X] Corporation-State NY Other Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies) Name: Sara Lee Corporation Internal Address: Street Address: 1000 East Hanes Mill Road City: Winston-Salem State: NC Zip: 27105 Individual(s) citizenship Association General Partnership Limited Partnership [X] Corporation-State Maryland 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 Merger [X] Security Agreement Change of Name Other Execution Date: June 21, 2002

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 78/291427 et. al. B. Trademark Registration No.(s) 2289098 et. al. Additional number(s) attached Yes [X] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Victoria J. Triplett Internal Address: Intellectual Property Law Dept. Street Address: 1000 East Hanes Mill Road City: Winston-Salem State: NC Zip: 27105

6. Total number of applications and registrations involved: 79 7. Total fee (37 CFR 3.41): \$ 1990.00 Enclosed [X] Authorized to be charged to deposit account 8. Deposit account number: 19-0142

DO NOT USE THIS SPACE

9. Signature. Victoria J. Triplett Name of Person Signing Signature Date 3/14/03

Total number of pages including cover sheet, attachments, and document: 8

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

02/28/2003 6TOM11 00000112 190142 78291427 01 FC:0521 40.00 CH 02 FC:0522 1950.00 CH

TRADEMARK REEL: 002675 FRAME: 0987

Trademark	Application Nu
CHOCK CAFE	76/291427
CHOCK CAFE	78/072956
CHOCK CAFE LOGO	76/291426
CHOCK CAFE LOGO	78/072949
CHOCK CAFE LOGO	78/072953
CHOCK EXPRESS	78/072946
CHOCK EXPRESS LOGO	76/291425
HEAVENLY CLASSICS	75/583870

Trademark	Registration Number
100% ARABICA COFFEE & SUN DESIGN	2289098
AMERICA'S FINEST COFFEE	1954066
ATLANTIC CITY BLEND & OVAL DESIGN	1856377
BERNICE	981254
CAFFE VIVO (STYLIZED)	523900
CAIN'S (STYLIZED)	682261
CAIN'S CAFÉ BISTRO	2235142
CARDINAL	797564
CHECKERBOARD DESIGN	2157824
CHECKERBOARD DESIGN	2173203
CHEF DESIGN	1933113
CHOCK CAFE	2654487
CHOCK EXPRESS	2635384
CHOCK EXPRESS	2645525
CHOCK EXPRESS LOGO	2635383
CHOCK EXPRESS LOGO	2642971
CHOCK FULL O' BEANS	2037521
CHOCK FULL O' NUTS	894796
CHOCK FULL O' NUTS & COFFEE CUP DESIGN	1968858
CHOCK FULL O' NUTS (STYLIZED)	1800967
CHOCK FULL O' NUTS (STYLIZED)	784094
CHOCK FULL O' NUTS CAFÉ BLEND	2045731
CHOCK FULL O' NUTS THE HEAVENLY COFFEE	632806
CHOCK FULL O'NUTS	2006514
CHOCK O' CINNO	1682460
CINNFULLY NUTTY	2076927
EARLY MORNING	1232941
EPPEN SMITH & ES DESIGN	2235261
EPPENS SMITH IMPORTERS OF COFFEE AND TEA SINCE 1855	1929568
FLAV-R-SAVR	1510324
FROMME'S	1583802
GOLDEN LIGHT	215024
GOLDEN LIGHT	824518
GOLDEN LIGHT & DESIGN	908127
HEAVENLY (STYLIZED)	817488
HEAVENLY COFFEE & CUP DESIGN	2040920
HEAVENLY HAZELNUT	2297002
HOLLAND HOUSE	2099432
HOLLAND HOUSE ARCH DESIGN	579333
HOUSE DESIGN	864362
IRELAND	1413234
IRELAND	1887342
IRELAND & CUP DESIGN	1557477
JUNE BLOSSOM	813118
LA TOURAINE (STYLIZED)	1724014
MANHATTAN (STYLIZED)(V1)	538836
MANHATTAN (STYLIZED)(V2)	760084

Trademark	Registration Number
MARLBORO	531599
OLD JUDGE	839666
PARK CAFÉ & DESIGN	1844607
PARK REGENCY (STYLIZED)	1691790
PERFECTION (STYLIZED)	628378
PIPER-CARDINAL	818057
POLAR JOE'S SMOOTH COOLERS DESIGN	2464439
ROYAL STAR	1475189
S H & SHIELD DESIGN	1659949
SECOND CUP	2229780
SERIOUS SIPPER CARD	2050188
STAR PREMIUM	818360
SUNNY CUP (STYLIZED)	725429
TASTE TESTED FOR QUALITY	1718492
THE CHAIRMAN'S SIGNATURE BLEND	1724035
THE HEAVENLY HOT COCOA MIX & CLOUD DESIGN	1529919
THE HEAVENLY TEA & CLOUD DESIGN	1579254
THE PERFECT BEAN	2407334
ULTIMATE FULL BODIED	2221684
ULTRA BLEND	1343043
VINTAGE CROP	1818068
WAYNE	1872699
WINESAP	154591
WINTER ROAST	2291595

**CERTIFICATE OF MERGER
OF
CHOCK FULL O'NUTS CORPORATION
(a New York corporation)
into
SARA LEE CORPORATION
(a Maryland corporation)**

*(Pursuant to Section 907 of the Business Corporation Law
of the State of New York)*

It is hereby certified on behalf of the corporation named herein as the surviving corporation as follows:

FIRST: The Board of Directors of the corporation named herein as the surviving corporation has adopted a plan of merger setting forth the terms and conditions of merging the corporation named herein as the subsidiary corporation into said surviving corporation.

SECOND: The merger herein certified is permitted by the laws of the jurisdiction of incorporation of the surviving corporation and is in compliance with said laws.

THIRD: The name of the subsidiary corporation to be merged is Chock Full O'Nuts Corporation, the certificate of incorporation of which was filed with the Department of State on November 7, 1932 (the "Subsidiary"). The name under which it was formed is Federal Nut Co., Inc.

FOURTH: The name of the surviving corporation, which was organized under the laws of the State of Maryland on September 4, 1941 under the name The South Street Company, is Sara Lee Corporation (the "Parent" or the "Surviving Corporation"). The Application for Authority in the State of New York for the Parent to transact business as a foreign corporation therein was filed with the Department of State of the State of New York on January 2, 1943, under the name Sprague Warner-Kenny Corporation.

FIFTH: The designation and number of outstanding shares of each class of the Subsidiary, all of which are owned by the Parent (sometime herein referred to as the "Surviving Corporation"), as set forth in the plan of merger, are as follows:

<u>Designation</u>	<u>Number</u>
Common stock	11,306,444

SIXTH: All fees and taxes (including penalties and interest) administered by the Department of Taxation and Finance of the State of New York, which are now due and payable, by the constituent domestic corporation have been paid and a cessation franchise tax report (estimated or final) through the anticipated date of merger has been filed by the constituent domestic corporation. The said report, if estimated, is subject to amendment. The surviving

foreign corporation agrees that it will within 30 days after the filing of the certificate of merger file the cessation tax report, if an estimated report was previously filed, and promptly pay to the Department of Taxation and Finance of the State of New York all fees and taxes (including penalties and interest), if any, due to the Department of Taxation and Finance by the constituent corporation.

SEVENTH: The Surviving Corporation agrees that it may be served with process in the State of New York in any action or special proceeding for the enforcement of any liability or obligation of the Subsidiary, for the enforcement of any liability or obligation of the Surviving Corporation for which the Surviving Corporation is previously amenable to suit in the State of New York, and for the enforcement, as provided in the Business Corporation Law of the State of New York, of the rights of the holders of those shares of the Subsidiary which are not owned by the Surviving Corporation to receive payment for their shares against the Surviving Corporation.

EIGHTH: The Surviving Corporation hereby designates the Secretary of State of the State of New York as its agent upon whom process against it may be served in the manner set forth in paragraph (b) of Section 306 of the Business Corporation Law of the State of New York in any action or special proceeding. The post office address without the State of New York to which the said Secretary of State shall mail a copy of any process against the Surviving Corporation served upon him is: 11 East Chase Street, Baltimore, MD 21202.


NINTH. The Surviving Corporation further agrees that subject to the provisions of Section 623 of the New York Corporation Law (Procedure to enforce shareholder's right to receive payment for shares) the Surviving Corporation will promptly pay to the shareholders of the Subsidiary the amount, if any, to which they shall be entitled under the provisions of the New York Business Corporation Law relating to the right of shareholders to receive payment for their shares.



IN WITNESS WHEREOF, we have subscribed this document on the date set forth below and do hereby affirm, under the penalties of perjury, that the statements contained therein have been examined by us and are true and correct.

Executed on this 28th day of June, 2002.

Sara Lee Corporation,
a Maryland Corporation

By: 
Name: R. Henry Kleeman
Title: Vice President

By: 
Name: Mark Silver
Title: Assistant Secretary

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TRADEMARK
REEL: 002675 FRAME: 0993

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

JUN 28 2002



A handwritten signature in cursive script, appearing to read "J. L. ...", followed by a horizontal line.

Special Deputy Secretary of State

DOS-1266 (7/00)