

06-18-2004



Form PTO-1594
(Rev. 10/02)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):
ConAgra Grocery Products Limited / Produits
D'Alimentation ConAgra Limitee

6.15.04

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

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

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

Execution Date: 06/17/2003

2. Name and address of receiving party(ies)
Name: ConAgra Foods Canada Inc. / Aliments
Internal ConAgra Canada Inc.
Address: _____

Street Address: 80 Tiverton Court, Suite 600

City: Markham Ontario State: _____ Zip: L3R 0G4

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-~~State~~ CANADA
- 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

OFFICE OF PUBLIC RELATIONS
FINANCE SECTION
2004 JUN 15 AM 10:32

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) 76/339,146 and
76/339,147

B. Trademark Registration No.(s) _____

Additional number(s) attached Yes No

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

Name: Christopher M. Bikus

Internal Address: _____
McGrath North Mullin & Kratz, PC LLO

Street Address: 1601 Dodge Street
Suite 3700, First National Tower

City: Omaha State: NE Zip: 68102

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.

Christopher M. Bikus
Name of Person Signing

Signature

6/9/04
Date

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

06/17/2004 6TON11 00000048 76339146

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

01 FC:8521 40.00 OP
02 FC:8522 25.00 OP

TRADEMARK
REEL: 002993 FRAME: 0126

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Marks: DEL MAESTRO; DEL MAESTRO (Stylized)

Application and
Registration Nos.: 76/339,146; 76/339,147

Assignee: ConAgra Foods Canada Inc. / Aliments ConAgra Canada Inc.

Mail Stop Assignment Recordation Services
Director of the U.S. Patent & Trademark Office
P.O. Box 1450
Alexandria, VA 22313-1450

DESIGNATION OF DOMESTIC REPRESENTATIVE

Christopher M. Bikus, whose postal address is McGrath North Mullin & Kratz, PC LLO, Suite 3700 First National Tower, 1601 Dodge Street, Omaha, Nebraska 68102, is hereby designated as Registrant's representative upon whom notice or process in proceedings affecting the mark may be served.

CONAGRA FOODS CANADA INC. /
ALIMENTS CONAGRA CANADA INC.

By: Scott E Messel

Name: Scott E. Messel

Title: Vice President & Treasurer

DATED: JUN 8 2004

**Certificate
of Amendment**

**Certificat
de modification**

**Canada Business
Corporations Act**

**Loi canadienne sur
les sociétés par actions**

ConAgra Foods Canada Inc./

Aliments ConAgra Canada Inc.

385063-3

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the articles of the
above-named corporation were amended:

Je certifie que les statuts de la société
susmentionnée ont été modifiés:

a) under section 13 of the *Canada
Business Corporations Act* in
accordance with the attached notice;

a) en vertu de l'article 13 de la *Loi
canadienne sur les sociétés par
actions*, conformément à l'avis ci-joint;

b) under section 27 of the *Canada
Business Corporations Act* as set out in
the attached articles of amendment
designating a series of shares;

b) en vertu de l'article 27 de la *Loi
canadienne sur les sociétés par
actions*, tel qu'il est indiqué dans les
clauses modificatrices ci-jointes
désignant une série d'actions;

c) under section 179 of the *Canada
Business Corporations Act* as set out in
the attached articles of amendment;

c) en vertu de l'article 179 de la *Loi
canadienne sur les sociétés par
actions*, tel qu'il est indiqué dans les
clauses modificatrices ci-jointes;

d) under section 191 of the *Canada
Business Corporations Act* as set out in
the attached articles of reorganization;

d) en vertu de l'article 191 de la *Loi
canadienne sur les sociétés par
actions*, tel qu'il est indiqué dans les
clauses de réorganisation ci-jointes;



Director - Directeur

June 17, 2003 / le 17 juin 2003

Date of Amendment - Date de modification

Canada



Name of the Corporation - Dénomination sociale de la société CONAGRA GROCERY PRODUCTS LIMITED/PRODUITS D'ALIMENTATION CONAGRA LIMITEE	2 -- Corporation No. - N° de la société 385063-3
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3 -- The articles of the above-named corporation are amended as follows: Les statuts de la société mentionnée ci-dessus sont modifiés de la façon suivante :

To change the name of the Corporation from CONAGRA GROCERY PRODUCTS LIMITED/PRODUITS D'ALIMENTATION CONAGRA LIMITEE to CONAGRA FOODS CANADA INC./ALIMENTS CONAGRA CANADA INC.

AND

To add the following paragraphs to Section 3, Schedule A to the share conditions of the Articles of the Corporation:

COMMON SHARE CLAUSES


Common Shares

1. Voting.

The holders of the common shares shall be entitled to receive notice of and to attend and vote at all meetings of the shareholders of the Corporation (except where the holders of a specified class are entitled to vote separately as a class as provided in the Canada Business Corporations Act) and each common share shall confer the right to 1 vote in person or by proxy at all meetings of shareholders of the Corporation.

2. Dissolution.

Subject to the rights of the holders of the Class A shares and the Class B shares, the holders of common shares are entitled to receive the remaining property of the Corporation upon a dissolution.

Date JUN 10, 2003	Signature 	4 -- Capacity of - En qualité de DIRECTOR
For Departmental Use Only À l'usage du ministère seulement	Printed Name - Nom en lettres moulées	