

06-24-2004



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

Form **PTO-1594** R
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
Tab settings ⇨ ⇨ ⇨ ▼ ▼ ▼ ▼ ▼ ▼ ▼

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

1. Name of conveying party(ies): 6.14-04
Raskas Foods Holding Company, Inc.

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

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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other _____

Execution Date: February 3, 2004

2. Name and address of receiving party(ies)

Name: Schreiber Foods, Inc.

Internal P.O. Box 19010
Address: _____

Street Address: 425 Pine Street

City: Green Bay State: WI Zip: 54301

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

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

A. Trademark Application No.(s)

See Attached

B. Trademark Registration No.(s)

See Attached

Additional number(s) attached Yes No

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

Name: Tori Lynne Kluess

Internal Address: _____

Street Address: 231 S. Adams Street

City: Green Bay State: WI Zip: 54301

6. Total number of applications and registrations involved: 8

7. Total fee (37 CFR 3.41).....\$ 215.00

- Enclosed
- Authorized to be charged to deposit account

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.

Tori Lynne Kluess
Name of Person Signing

[Signature]
Signature

6-4-2004
Date

Total number of pages including cover sheet, attachments, and document: 15

06/23/2004 REGISTRE 0000095 76182977

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

01 FC:8521
02 FC:8522

40.00 OP
175.00 OP



700142629

TRADEMARK 2004
REEL: 003003 FRAME: 0652 #11

Mark

Reg/Serial No.

CORDON RICHE	76182977
LOUIS BIEN	1202192
SMETINA	0231103
THE BEST YOU CAN NAME	1867728
RASKAS (with design)	1988302
BRITTANY LANE	1084156
BAGEL BLENDS	2168670
PORTABLES	76443049

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (the "Agreement") is made and entered into this 12th day of May, 2004, by and between RASKAS FOODS HOLDING COMPANY, INC., a Missouri corporation with its corporate headquarters located at 425 Pine Street, Green Bay, Wisconsin, 54301 ("Raskas"), and SCHREIBER FOODS, INC., a Wisconsin corporation with its corporate headquarters located at 425 Pine Street, Green Bay, Wisconsin, 54301 ("SFI").

RECITALS

This Agreement is made with reference to the following facts and circumstances:

- A. Raskas and SFI have entered into that certain Articles of Merger and Plan of Merger, dated the 3rd day of February, 2004 (the "Plan"), pursuant to which Raskas was merged into SFI. The effective date of the merger is May 10, 2004.
- B. Pursuant to the Plan, Raskas shall assign to SFI the entire right, title and interest in, to, and under the trademarks identified below (the "Trademarks"):

<u>Mark</u>	<u>Reg/Serial No.</u>
CORDON RICHE	76182977
LOUIS BIEN	1202192
SMETINA	0231103
THE BEST YOU CAN NAME	1867728
RASKAS (with design)	1988302
BRITTANY LANE	1084156
BAGEL BLENDS	2168670
PORTABLES	76443049

C. SFI desires to acquire for itself the entire right, title and interest in, to and under the Trademarks.

NOW, THEREFORE, in consideration of the foregoing recitals which are incorporated herewith and made a part of this Agreement, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows.

1. Assignment by Raskas. Raskas hereby assigns and transfers exclusively to SFI and its successors and assigns, the entire and complete right, title and interests in, to, and under the Trademarks, together with the goodwill of the business in which the Trademarks are used, throughout the United States and the rest of the world, including all renewals and extensions of the Trademarks and all rights to sue and recover for past infringements thereof which may be secured under the laws now or hereafter in force and effect in the United States of America

and/or in any country or countries, and any and all other legal protection and rights and benefits under any applicable treaties or conventions relating to the Trademarks, to have and to hold for SFI's own use and enjoyment, and for the use and enjoyment of its successors and assigns.

IN WITNESS WHEREOF, Raskas and SFI have executed this Trademarks Assignment on the date and year first written above.

**RASKAS FOODS
HOLDING COMPANY, INC.**

SCHREIBER FOODS, INC.

By: Brian P. Liddy
Brian P. Liddy, Secretary

By: Brian P. Liddy
Brian P. Liddy, Secretary

Subscribed and sworn before me
this 12th day of May, 2004.
2004.

Subscribed and sworn before me
this 12th day of May, 2004

Walter J. Triest
Notary Public, Brown County, Wisconsin
My Commission: exp 10-29-2006

Walter J. Triest
Notary Public, Brown County, Wisconsin
My Commission: exp 10-29-2006

STATE OF MISSOURI



Matt Blunt
Secretary of State
CERTIFICATE OF MERGER
FOREIGN ENTITY SURVIVING

WHEREAS, Articles of Merger of the following entities:

RASKAS FOODS HOLDING COMPANY, INC. -- 00237124

INTO:

SCHREIBER FOODS, INC. -- F00014935B

Organized and existing under the laws of Missouri and Wisconsin have been received, found to conform to law, and filed.


NOW, THEREOF, I, MATT BLUNT, Secretary of State of the State of Missouri, issue this Certificate of Merger, certifying to the foregoing and certifying that the merger of the aforementioned with

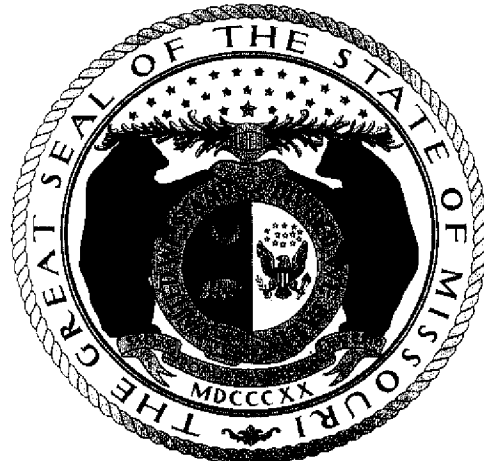
SCHREIBER FOODS, INC. -- F00014935B

as the survivor, shall be effective on the date on which the same becomes effective in the State of Wisconsin.

Effective date: **May 10, 2004**

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 19th day of May, 2004.


Secretary of State



TRADEMARK



State of Missouri
Merger - General Business - Domestic 12 Page(s)



T0414013621

File Number: 200414713113

F00014935B

Date Filed: 05/19/2004

Effective Date: 05/10/2004

Matt Blunt

Secretary of State

Street, Rm 322, Jefferson City, MO 65101

**Articles of Merger for
Parent/Subsidiary Corporations**

(Section 351.447, RSMo)
(Submit in duplicate with \$30 filing fee)

Pursuant to the provisions of The General and Business Corporation Law of Missouri, the undersigned corporations certify the following:

1. That Raskas Foods Holding Company, Inc. of Missouri
(Name of Corporation) (Parent State)
2. That Schreiber Foods, Inc. of Wisconsin
(Name of Corporation) (Parent State)
3. That _____ of _____
(Name of Corporation) (Parent State)

are hereby merged and that the above named Schreiber Foods, Inc.
is the surviving corporation. (Name of Corporation)

4. That the Board of Directors of Raskas Foods Holding Company, Inc.
(Name of Corporation)
met on 01/30/2004 and by resolution adopted by a majority vote of the members of such board approved the Plan
month/day/year
of Merger set forth in these articles.
5. That the Board of Directors of Schreiber Foods, Inc.
(Name of Corporation)
met on 01/30/2004 and by resolution adopted by a majority vote of the members of such board approved the Plan
month/day/year
of Merger set forth in these articles.
6. That the Board of Directors of _____
(Name of Corporation)
met on _____ and by resolution adopted by a majority vote of the members of such board approved the Plan
month/day/year
of Merger set forth in these articles.
7. That this Plan of Merger has been adopted pursuant to Section 351.447, RSMo.
8. That the resolution of the Board of Directors of the parent corporation, Schreiber Foods, Inc.

_____, approving the Plan of Merger is as follows:
Resolved, that Raskas Foods Holding Company, Inc. shall merge with Schreiber Foods, Inc., with Schreiber Foods, Inc. being the surviving corporation, in accordance with the Plan of Merger set forth in these Articles of Merger.

9. That the parent corporation, Schreiber Foods, Inc.
is in compliance with the 90 percent ownership requirement of Section 351.447, RSMo, and will maintain at least 90 percent ownership of each of the other corporations, party to the merger, until the issuance of the Certificate of Merger by the Secretary of State of the State of Missouri.

10. PLAN OF MERGER

1. Schreiber Foods, Inc. of Wisconsin is the survivor.

2. All of the property, rights, privileges, leases and patents of the non-survivor,
Raskas Foods Holding Company, Inc.

are to be transferred to and become the property of Schreiber Foods, Inc.

the survivor. The officers and board of directors of the above named corporations are authorized to execute all deeds, assignments, and documents of every nature which may be needed to effectuate a full and complete transfer of ownership.

3. The officers and board of directors of Schreiber Foods, Inc. shall continue in office until their successors are duly elected and qualified under the provisions of the bylaws of the surviving corporation.

4. [To be completed if the parent corporation does not own all the outstanding shares of each of the subsidiary corporations party to the merger.] N/A
The consideration paid by the surviving corporation upon surrender of each share of the subsidiary corporation(s) which is not owned by the parent corporation is as follows:

5. [To be completed if the parent corporation is not the surviving corporation.] N/A

a. The outstanding shares of _____ parent corporation, shall be exchanged for shares of _____, surviving corporation on the following basis:

b. The proposed merger has been approved either by:
 receiving the affirmative vote of at least two-thirds of the outstanding shares of _____ parent corporation, entitled to vote thereon at a meeting thereof duly called and held on _____, or
 In lieu of such required voting, the proposed merger has been approved by the directors of each of the corporations, the rights and benefits of the shareholders as set forth in section 351.093 are the same, and the surviving corporation is solvent and will retain the name of the parent.

6. If the surviving corporation is a foreign corporation, it is agreed that, upon and after the issuance of a certificate of merger by the Secretary of State of the State of Missouri:

a. The surviving corporation may be served with process in the State of Missouri in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Missouri which is a party to the merger and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such corporation organized under the laws of the State of Missouri against the surviving corporation;

b. The Secretary of State of the State of Missouri shall be and hereby is irrevocably appointed as the agent of the surviving corporation to accept service of process in any such proceeding; the address to which the service of process in any such proceeding shall be mailed is P.O. Box 19010, Green Bay, WI 54307-9010

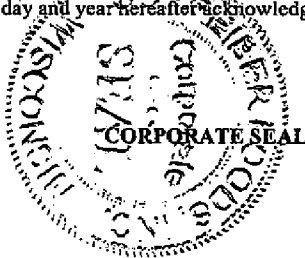
ATTN: Brian P. Liddy

c. The surviving corporation will promptly pay to the dissenting shareholders of any corporation organized under the laws of the State of Missouri which is a party to the merger the amount, if any, to which they shall be entitled under the provisions of "The General and Business Corporation Law of Missouri" with respect to the rights of dissenting shareholders.

7. The articles of incorporation of the survivor are/are not amended as follows:

N/A

IN WITNESS WHEREOF, these Articles of Merger have been executed in duplicate by the aforementioned corporations as of the day and year hereafter acknowledged.



SCHREIBER FOODS, INC.

Name of Corporation

By Larry P. Ferguson
President or Vice President

Larry P. Ferguson

Printed Name

2-3-04

Date

ATTEST:

Brian P. Liddy
Secretary or Assistant Secretary

Brian P. Liddy



RASKAS FOODS HOLDING COMPANY, INC.

Name of Corporation

By David P. Pozniak
President or Vice President

David P. Pozniak

Printed Name

1-30-04

Date

ATTEST:

Brian P. Liddy
Secretary or Assistant Secretary

Brian P. Liddy

CORPORATE SEAL

Name of Corporation

By _____
President or Vice President

Printed Name

Date

ATTEST:

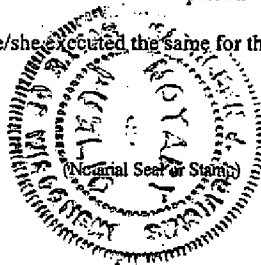
Secretary or Assistant Secretary

State of Wisconsin }
County of Brown } ss

On Feb 3, 2004 before me Larry P. Ferguson
month/day/year

Notary Public in and for said state, personally appeared Larry P. Ferguson
President Schreiber Foods, Inc.
(Title) (Name) (Name of Corporation)

known to me to be the person who executed the within Articles of Merger in behalf of said corporation and acknowledged to me that he/she executed the same for the purposes therein stated.



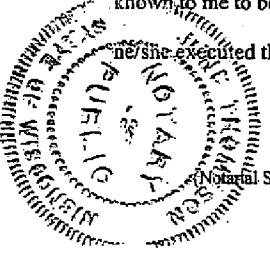
Kathleen J. Novickis
Notary Public
My commission expires KATHLEEN J. NOVICKIS
NOTARY PUBLIC, WISCONSIN
My County of Commission MY COMMISSION EXPIRES JULY 15, 2007

State of Wisconsin }
County of Brown } ss

On Jan. 30, 2004 before me David P. Pozniak
month/day/year

Notary Public in and for said state, personally appeared David P. Pozniak
President Raskas Foods Holding Company, Inc.
(Title) (Name) (Name of Corporation)

known to me to be the person who executed the within Articles of Merger in behalf of said corporation and acknowledged to me that he/she executed the same for the purposes therein stated.



June Thompson
Notary Public
My commission expires JUNE THOMPSON
Notary Public, Wisconsin
My Commission Expires November 26, 2008
My County of Commission _____

State of _____ }
County of _____ } ss

On _____ before me _____
month/day/year

Notary Public in and for said state, personally appeared _____
(Name) (Title) (Name of Corporation)

known to me to be the person who executed the within Articles of Merger in behalf of said corporation and acknowledged to me that he/she executed the same for the purposes therein stated.

Notary Public
My commission expires _____
My County of Commission _____

(Notarial Seal or Stamp)
Corp. #51A (Page 4)

DFI/CORP/30
DOCUMENT
2/00

United States of America
State of Wisconsin



DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Presents Shall Come, Greeting:

I, RAY ALLEN, Deputy Administrator, Division of Corporate & Consumer Services, Department of Financial Institutions, do hereby certify that the annexed copy has been compared with the document on file in the Corporation Section of the Division of Corporate & Consumer Services of this department, and that the same is a true copy thereof; and that I am the legal custodian of said document, and that this certification is in due form.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department.

RAY ALLEN, Deputy Administrator
Division of Corporate & Consumer Services
Department of Financial Institutions

DATE: MAY 13 2004

BY:

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.

ARTICLES OF MERGER

3. The Plan of Merger included in this document was approved by each business entity that is a party to the merger in the manner required by the laws applicable to each business entity, and in accordance with ss. 180.1103, 180.1104 and 183.1202, if applicable.

CONTINGENCY STATEMENT – The surviving business entity of this merger is a domestic or foreign nonstock corporation. The Plan of Merger included in this document was approved by each business entity that is a party to the merger in the manner required by the laws applicable to each business entity, and in accordance with ss. 180.1103, 180.1104 and 183.1202, if applicable, and by a person other than the members or the board, if the approval of such person is required under s. 181.1103 (2) (c).

- The approval of members is not required, and the Plan of Merger was approved by a sufficient vote of the board.
- The number of votes cast by each class of members to approve the Plan of Merger were sufficient for approval by that class.

Membership Class	Number of Memberships Outstanding	Number of Votes Entitled to be Cast	For	Against

(Append or attach the PLAN OF MERGER. Optional Plan of Merger template on Pages 4 & 5)

4. (OPTIONAL) Effective Date and Time of Merger

These articles of merger, when filed, shall be effective on _____ (date) at _____ (time).

(An effective date declared under this article may not be earlier than the date the document is delivered to the department for filing, nor more than 90 days after its delivery. If no effective date and time is declared, the effective date and time will be determined by ss. 179.11(2), 180.0123, 181.0123 or 183.0111, whichever section governs the surviving domestic entity.)

5. Executed on Feb 9, 2004 (date) by the surviving business entity on behalf of all parties to the merger.


(Signature)

Mark (X) below the title of the person executing the document.

Larry P. Ferguson
(Printed Name)

For a limited partnership
Title: General Partner

For a limited liability company
Title: Member OR Manager

For a corporation
Title: President OR Secretary
or other officer title _____

This document was drafted by: JEROME E. SMYTH
(Name the individual who drafted the document)

ARTICLES OF MERGER

[JEROME E. SMYTH
 LIEBMANN CONWAY LAW FIRM
 231 S. ADAMS STREET
 [GREEN BAY, WI 54301

Your return address and phone number during the day: (920) 437-0476

INSTRUCTIONS: (Ref. Ss. 179.77, 180.1105, 181.1105, and 183.1204, Wis. Stats. for document content)

Submit one original and one exact copy to Department of Financial Institutions, P O Box 7846, Madison WI, 53707-7846, together with a filing fee of \$150.00, payable to the department. Filing fee is non-refundable. (If sent by Express or Priority U.S. mail, address to 345 W. Washington Ave, 3rd Floor, Madison WI, 53703.) Sign the document manually or otherwise as allowed under sec. 179.14 (1g) (c), 180.0103 (16), 181.0103 (23) or 183.0107 (1g) (c). **NOTICE:** This form may be used to accomplish a filing required or permitted by statute to be made with the department. Information requested may be used for secondary purposes. If you have any questions, please contact the Division of Corporate & Consumer Services at 608-261-7577. Hearing impaired may call 608-266-8818 for TDY. This document can be made available in alternate formats upon request to qualifying individuals with disabilities.

1. Enter the company name, type of business entity, and state of organization of each non-surviving party to the merger. Definitions of foreign entity types are set forth in ss. 179.01(4), 180.0103(9), 181.0103(13) and 183.0102(8), Wis. Stats.
2. Enter the company name, type of business entity, and state of organization of the surviving business entity.
3. This Article states the manner in which the Plan of Merger was approved. If the surviving entity is a domestic or foreign nonstock corporation, complete the CONTINGENCY STATEMENT. Append or attach the Plan of Merger. A Plan of Merger template is available on pages 4 & 5. Its use is optional.
- 4.. (Optional) If the merger is to take effect at a time other than the close of business on the day the articles of merger are delivered to the department for filing, state the effective date or date and time. An effective date may not be earlier than the date the document is delivered to the Department of Financial Institutions, nor a date more than 90 days after its delivery.
5. Enter the date of execution and the name and title of the person signing the document. If, for example, the surviving business entity is a domestic limited liability company, the Articles of Merger would be signed by a Member or Manager of the limited liability company; if the surviving business entity is a corporation, by an officer of the corporation, etc.

If the document is executed in Wisconsin, sec. 182.01(3) provides that it shall not be filed unless the name of the person (individual) who drafted it is printed, typewritten or stamped thereon in a legible manner. If the document is not executed in Wisconsin, enter that remark.

The surviving entity in the merger is alerted to record a conveyance of title ownership of all real estate located in Wisconsin, pursuant to sec. 179.77(6)(c), 180.1106(1)(b), 181.1106(2) or 183.1205(2), whichever is applicable.

DFI/CORP/2000(R02/10/03)

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Sec. 179.77,
180.1101(2),
181.1101(2), and
183.1203(2) Wis.
Stats.

(T E M P L A T E)

State of Wisconsin
DEPARTMENT OF FINANCIAL INSTITUTIONS
Division of Corporate & Consumer Services

PLAN OF MERGER

1. Non-Surviving Parties to the Merger:

Company Name:

RASKAS FOODS HOLDING COMPANY, INC.

Indicate (X)
Entity Type

Limited Partnership (Ch. 179, Wis. Stats.)

Business Corporation (Ch. 180, Wis. Stats.)

Nonstock Corporation (Ch. 181, Wis. Stats.)

Limited Liability Company (Ch. 183, Wis. Stats.)

Organized under the
laws of

MISSOURI

(state or country)

Company Name:

Indicate (X)
Entity Type

Limited Partnership (Ch. 179, Wis. Stats.)

Business Corporation (Ch. 180, Wis. Stats.)

Nonstock Corporation (Ch. 181, Wis. Stats.)

Limited Liability Company (Ch. 183, Wis. Stats.)

Organized under the
laws of

(state or country)

Schedule more non-surviving parties as an additional page.

2. Surviving Business Entity:

Company Name:

SCHREIBER FOODS, INC.

Indicate (X)
Entity Type

Limited Partnership (Ch. 179, Wis. Stats.)

Business Corporation (Ch. 180, Wis. Stats.)

Nonstock Corporation (Ch. 181, Wis. Stats.)

Limited Liability Company (Ch. 183, Wis. Stats.)

Organized under the
laws of

WISCONSIN

(state or country)

DFI/CORP/2000(R02/10/03) Use of this form is voluntary.

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PLAN OF MERGER (T E M P L A T E, Cont'd)

3. The manner and basis of converting the interests in each business entity that is a party to the merger into shares, interests, obligations or other securities of the surviving business entity or any other business entity or into cash or other property in whole or in part.

THE SURVIVOR IS THE SOLE SHAREHOLDER OF THE NON-SURVIVOR, SO ALL SHARES IN THE NON-SURVIVOR SHALL BE CANCELLED.

4. The terms and conditions of the merger.

ALL OF THE PROPERTY, RIGHTS, PRIVILEGES, LEASES AND PATENTS OF THE NON-SURVIVOR ARE TO BE TRANSFERRED TO AND BECOME THE PROPERTY OF THE SURVIVOR. THE OFFICERS AND BOARD OF DIRECTORS OF EACH ENTITY IS AUTHORIZED TO EXECUTE ALL DEEDS, ASSIGNMENTS, AND DOCUMENTS OF EVERY NATURE WHICH MAY BE NEEDED TO EFFECTUATE A FULL AND COMPLETE TRANSFER OF OWNERSHIP.

5. Other provisions the parties to the merger may elect to include relating to the merger.

THE OFFICERS AND BOARD OF DIRECTORS OF THE SURVIVOR SHALL CONTINUE IN OFFICE UNTIL THEIR SUCCESSORS ARE DULY ELECTED AND QUALIFIED UNDER THE PROVISIONS OF THE BYLAWS OF THE SURVIVING CORPORATION.

6. The articles of incorporation or other similar governing document of the surviving domestic business entity is amended as follows:

N/A