

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/23/2008

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Empire Seafood, LLC		05/23/2008	LIMITED LIABILITY COMPANY: DELAWARE

**RECEIVING PARTY DATA**

Name:	VISTAR Corporation
Street Address:	12650 East Arapahoe Road
City:	Centennial
State/Country:	COLORADO
Postal Code:	80112
Entity Type:	CORPORATION: COLORADO

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	3225894	CRYSTAL REEF

**CORRESPONDENCE DATA**

Fax Number: (212)455-2502  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: (212) 455-7976  
 Email: ksolomon@stblaw.com  
 Correspondent Name: Mindy M. Lok, Esq.  
 Address Line 1: Simpson Thacher & Bartlett LLP  
 Address Line 2: 425 Lexington Avenue  
 Address Line 4: New York, NEW YORK 10017

ATTORNEY DOCKET NUMBER:	010395/1015
NAME OF SUBMITTER:	Mindy M. Lok

OP \$40.00 3225894

Signature:	/ml/
Date:	06/02/2008
Total Attachments: 5 source=VistarTM#page1.tif source=VistarTM#page2.tif source=VistarTM#page3.tif source=VistarTM#page4.tif source=VistarTM#page5.tif	

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"EMPIRE SEAFOOD, LLC", A DELAWARE LIMITED LIABILITY COMPANY, WITH AND INTO "VISTAR CORPORATION" UNDER THE NAME OF "VISTAR CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF COLORADO, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF MAY, A.D. 2008, AT 3:23 O'CLOCK P.M.

missing  
effective time  
of  
4:10pm

4552042 8100M

080597225

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6613557

DATE: 05-23-08

TRADEMARK  
REEL: 003786 FRAME: 0794

**CERTIFICATE OF MERGER  
OF  
EMPIRE SEAFOOD, LLC  
WITH AND INTO  
VISTAR CORPORATION**

**UNDER SECTION 18-209 OF THE  
DELAWARE LIMITED LIABILITY COMPANY ACT**

**May 23, 2008**

Pursuant to Section 18-209 of the Delaware Limited Liability Company Act, VISTAR Corporation, a Colorado corporation ("VISTAR"), does hereby certify the following information relating to the merger of Empire Seafood, LLC, a Delaware limited liability company (the "Company") and together with VISTAR, the "Merging Entities"), with and into VISTAR (the "Merger").

**FIRST:** The name and state of incorporation or formation of each of the Merging Entities are as follows:

<u>Name</u>	<u>State of Incorporation/Formation</u>
Empire Seafood, LLC	Delaware
VISTAR Corporation	Colorado

**SECOND:** The Agreement and Plan of Merger, dated as of May 23, 2008 (as amended and supplemented to the date hereof, the "Merger Agreement"), by and between VISTAR and the Company has been approved, adopted, certified, executed and acknowledged by each of the Merging Entities in accordance with Section 18-209 of the Limited Liability Company Act of the State of Delaware.

**THIRD:** VISTAR Corporation shall be the name of the surviving entity of the Merger.

**FOURTH:** As of the effective time of the Merger, the Amended and Restated Articles of Incorporation of VISTAR shall be the Amended and Restated Articles of Incorporation of the surviving entity of the Merger.

**FIFTH:** The executed Merger Agreement is on file at an office of the surviving entity of the Merger, the address of which is 12650 East Arapahoe Road, Centennial, Colorado 80112.

**SIXTH:** A copy of the Merger Agreement will be furnished by the surviving entity of the Merger, on request and without cost, to any member of the Company or shareholder of VISTAR.

**SEVENTH:** This Certificate of Merger shall become effective at 4:10 PM, Eastern Daylight time, on May 23, 2008.

010281-2012-11424-NY01.0603012.4  
010281-1012-11424-NY01.0603012.4

**EIGHTH: VISTAR consents to service of process in the State of Delaware in any action, suit or proceeding for the enforcement of any obligation of the Company. VISTAR further irrevocably appoints the Secretary of State of the State of Delaware as its agent to accept service of process in any such suit or other proceedings. Any copies of such service of process can be mailed to VISTAR Corporation, 12650 East Arapahoe Road, Centennial, Colorado 80112.**

*[Remainder of Page Intentionally Left Blank]*

012299-1015-11426-NY032663410.4  
012299-1015-11426-NY032663410.4

IN WITNESS WHEREOF, VISTAR Corporation has caused this Certificate of Merger to be signed as of the day and year first above written.

VISTAR CORPORATION, a Colorado corporation



Name: Kent Berke  
Title: Senior Vice President

[Signature Page to Certificate of Merger (Empire Seafood, LLC - VISTAR)]

SCHEDULE A  
**U.S. Trademarks**

<b>Trademark</b>	<b>Reg. No.</b>	<b>Reg. Date</b>	<b>Serial No.</b>	<b>Filing Date</b>	<b>Owner</b>
CRYSTAL REEF	3,225,894	04/03/07	78-666861	07/08/05	EMPIRE SEAFOOD, LLC