

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/29/2001

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Dutch Mill Baking Company, Inc.		12/20/2001	CORPORATION: NEW JERSEY

RECEIVING PARTY DATA

Name:	Tasty Baking Oxford, Inc.
Street Address:	2801 Hunting Park Avenue
City:	Philadelphia
State/Country:	PENNSYLVANIA
Postal Code:	19129
Entity Type:	CORPORATION: PENNSYLVANIA

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	1354532	DUTCH MILL
Registration Number:	1686604	DUTCH MILL

CORRESPONDENCE DATA

Fax Number: (215)563-4044
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 215.563.4100
 Email: rherrell@ddhs.com
 Correspondent Name: Roger W. Herrell
 Address Line 1: 1601 Market Street
 Address Line 2: Suite 2400
 Address Line 4: Philadelphia, PENNSYLVANIA 19103

ATTORNEY DOCKET NUMBER:	DUTCH MILL ASSIGNMENT
NAME OF SUBMITTER:	Roger W. Herrell, Esq.

TRADEMARK

Signature:

/Roger W. Herrell/

Date:

06/03/2008

Total Attachments: 5

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CERTIFICATE OF MERGER

(Profit Corp.)

DUTCH MILL BAKING COMPANY, INC.,
a New Jersey corporation

INTO

TASTY BAKING OXFORD, INC.,
a Pennsylvania corporation

Pursuant to the provisions of Sections 14A:10-7 and 14A:10-4.1 of the Business Corporation Act of the State of New Jersey (the "NJBCA"), the undersigned hereby certify to the following information relating to the merger (the "Merger") of DUTCH MILL BAKING COMPANY, INC., a New Jersey corporation ("Dutch Mill") with and into TASTY BAKING OXFORD, INC., a Pennsylvania corporation ("Oxford"), which shall be the surviving corporation to the Merger (Dutch Mill and Oxford are collectively referred to herein as the "Constituent Corporations"):

FIRST: The surviving corporation to the Merger is Oxford. The name and state of incorporation of each of the Constituent Corporations are as follows:

<u>Name</u>	<u>State of Incorporation</u>	<u>NJ Identification #</u>
Dutch Mill Baking Company, Inc.	New Jersey	0100241380
Tasty Baking Oxford, Inc.	Pennsylvania	0100866955

SECOND: The Agreement and Plan of Merger dated December 20, 2001 between Dutch Mill and Oxford (the "Plan") pertaining to the Merger, attached hereto as Exhibit A, was unanimously approved by the Board of Directors and the sole Shareholder of each Constituent Corporation on December 20, 2001.

THIRD: The number of shares of each Constituent Corporation entitled to vote on the Plan was as set forth below. All such shares were voted in favor of the Plan.

<u>Constituent Corporation</u>	<u>Voting Shares</u>
Dutch Mill Baking Company, Inc.	1
Tasty Baking Oxford, Inc.	100

FOURTH: The applicable provisions of the laws of the Commonwealth of Pennsylvania (the jurisdiction under which Oxford was organized) have been, or upon compliance with filing and recording requirements will have been, complied with in connection with the Merger.

FIFTH: Oxford hereby agrees that it may be served with process in New Jersey in connection with any proceeding for the enforcement of any obligation of either of the Constituent Corporations which was previously amenable to suit in New Jersey, and in any proceeding for the enforcement of the rights of a dissenting shareholder of Dutch Mill against the surviving corporation. Oxford hereby irrevocably appoints the Secretary of State of the State of New Jersey as its agent to accept service of process in any such proceeding, and the Secretary of State shall forward a copy of the same to the following address:

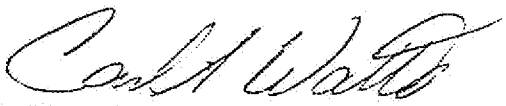
Tasty Baking Oxford, Inc.
2801 Hunting Park Avenue
Philadelphia, PA 19129
Attn: Carl S. Watts, President

Oxford further agrees that it shall promptly pay to any dissenting shareholder of Dutch Mill the amount, if any, to which such shareholder shall be entitled under the provisions of the NJBCA with respect to the rights of dissenting shareholders.

SIXTH: This Certificate of Merger shall be effective on Saturday, December 29, 2001 at 11:59 p.m.

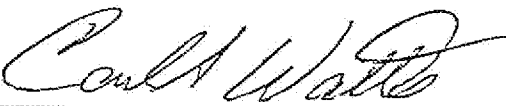
IN WITNESS WHEREOF, the undersigned officers have executed and acknowledged this Certificate on behalf of each Constituent Corporation this 20th day of December, 2001.

DUTCH MILL BAKING COMPANY, INC.

By: 

Carl S. Watts, President

TASTY BAKING OXFORD, INC.

By: 

Carl S. Watts, President

EXHIBIT A

AGREEMENT AND PLAN OF MERGER

AGREEMENT AND PLAN OF MERGER
OF
DUTCH MILL BAKING COMPANY, INC.
INTO
TASTY BAKING OXFORD, INC.

This Agreement and Plan of Merger (the "Plan") is made this 20th day of December, 2001 between DUTCH MILL BAKING COMPANY, INC., a New Jersey corporation ("Dutch Mill"), and TASTY BAKING OXFORD, INC., a Pennsylvania corporation ("Oxford").

WITNESSETH

WHEREAS, the Board of Directors and sole shareholder of both Dutch Mill and Oxford (each a "Constituent Company" and, collectively, the "Constituent Companies") deem it desirable and in the best interests of the Constituent Companies to merge (the "Merger") Dutch Mill with and into Oxford in accordance with the New Jersey Business Corporation Act, as amended (the "New Jersey Act"), and the Pennsylvania Business Corporation Law, as amended (the "Pennsylvania Act");

NOW, THEREFORE, the parties do hereby agree as follows:

ARTICLE I

1.1 The Constituent Companies shall be merged into a single corporation, namely Oxford, in the manner and with the effect provided by the New Jersey Act and the Pennsylvania Act (Oxford, as the surviving company, being hereinafter sometimes referred to as the "Surviving Company"). Upon the Merger, the separate existence of Dutch Mill shall cease and the Surviving Company shall continue in existence. The merger shall in all respects have the effect provided by Section 14A:10-6 of the New Jersey Act and Section 1929 of the Pennsylvania Act. It is intended that the Constituent Companies shall merge and Oxford shall become the Surviving Company on Saturday, December 29, 2001 at 11:59 p.m., and in no event upon the later of: (i) the filing of a Certificate of Merger with the New Jersey Department of Treasury, Division of Revenue and (ii) the filing of Articles of Merger with the Pennsylvania Department of State (the "Effective Date").

1.2 On the Effective Date, the Articles of Incorporation and Bylaws of Oxford as in effect immediately prior to the Effective Date shall be and become the Articles of Incorporation and Bylaws of the Surviving Company from and after the Effective Date, until thereafter amended as permitted by law.

1.3 On the Effective Date, all of the officers and directors of Oxford holding their respective positions immediately prior to the Effective Date shall be and become all of the officers and directors of the Surviving Company and shall hold their respective positions from the Effective Date until their successors are duly elected and qualified.

1.4 On the Effective Date, Oxford will succeed to and be responsible for all of the assets, liabilities and obligations of Dutch Mill.

ARTICLE II

Immediately prior to the Effective Date, one hundred percent (100%) of the outstanding and voting stock of Dutch Mill was held by Tasty Baking Company, a Pennsylvania corporation, which

also owns one hundred percent (100%) of the outstanding and voting stock of Oxford. Accordingly, on the Effective Date, all of the stock of Dutch Mill shall, by virtue of the Merger and without need of any further action, be canceled, without any payment being made in respect thereof or any exchange being made therefor.

ARTICLE III

3.1 This Plan may be terminated by the Board of Directors or the sole shareholder of either Dutch Mill or Oxford at any time prior to the Effective Date notwithstanding the prior approval of such Plan.

3.2 Prior to and from and after the Effective Date, the Constituent Companies shall take all such actions as shall be necessary or appropriate in order to effectuate the Merger. In case at any time after the Effective Date the Surviving Company shall consider or be advised that any further assignments, conveyances or assurances in law are necessary or desirable to carry out the provisions hereof, the proper officers and the Boards of Directors and the sole shareholder of the Constituent Companies shall execute and deliver any and all proper deeds, assignments, and assurances in law, and do all things necessary or proper to carry out the provisions hereof.

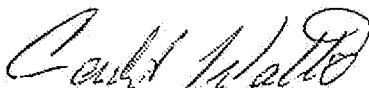
3.3 This Plan shall be binding upon and inure to the benefit of and be enforceable by the parties hereto and their respective permitted successors and assigns, and nothing in this Plan, express or implied, is intended to confer upon any other person any rights or remedies of any nature whatsoever under or by reason of this Plan.

3.4 Any term or provision of this Plan which is invalid or unenforceable in any jurisdiction shall, as to that jurisdiction, be ineffective to the extent of such invalidity or unenforceability without rendering invalid or unenforceable the remaining terms and provisions of this Plan or affecting the validity or enforceability of any of the terms or provisions of this Plan in any other jurisdiction. If any provision of this Plan is so broad as to be unenforceable, the provision shall be interpreted to be only so broad as is enforceable.

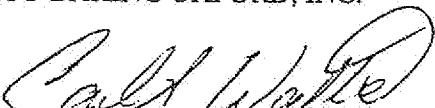
3.5 The adoption of this Plan is intended to constitute the adoption of a plan of reorganization within the meaning of Section 368(a)(1)(A) of the Internal Revenue Code of 1986, as amended.

IN WITNESS WHEREOF, the parties hereto have caused this Plan to be executed in their respective company names by their respective duly authorized officers as of the date first above written.

DUTCH MILL BAKING COMPANY, INC.

By: 
Carl S. Watts, President

TASTY BAKING OXFORD, INC.

By: 
Carl S. Watts, President