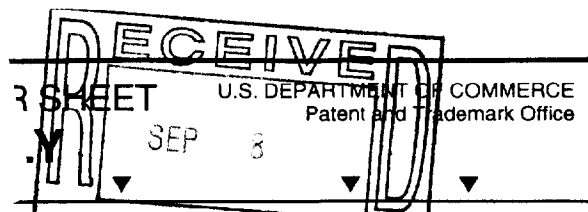


R

09-14-1998



100825852



Tab settings >>> ▼

To the Honorable Commissioner of

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Initiatives et Developpement
Alimentaires - Ideval S.A.

- Individual(s)
- General Partnership
- Corporation-State
- Other Limited Liability

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

2. Name and address of receiving party(ies)

Name: Societe de Diffusion Internationale
Agro-Alimentaire - SODIAAL INTERNATIONAL

Internal Address: _____

Street Address: 170 bis, Boulevard du
Montparnasse 75014 Paris, France

City: _____ State: _____ ZIP: _____

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

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

Execution Date: November 27, 1997

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

A. Trademark Application No.(s)

See Attached Schedules Nos. 1 and 2

B. Trademark Registration No.(s)

See attached Schedules Nos. 1 and 2

Additional numbers attached? Yes No

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

Name: Leslie Bertagnolli

Internal Address: Baker & McKenzie

Suite 3500

Street Address: 130 East Randolph Drive

City: Chicago State: IL ZIP: 60601

6. Total number of applications and registrations involved: _____

36

7. Total fee (37 CFR 3.41).....\$ 915.00

Enclosed

40E

Authorized to be charged to deposit account

8. Deposit account number:

02-0400

(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.

Leslie Bertagnolli
Name of Person Signing

Leslie Bertagnolli
Signature

8/11/98
Date

Total number of pages including cover sheet, attachments, and document: 9

09/10/98 11:59:13
09/10/98 11:59:13
01 FC-M1
02 FC-A2

SCHEDULE N°1

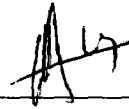
COUNTRY	Trademarks	Filing Date	Filing Number	Registration Date	Registration Number	Renewal Date	Renewal Number	Class
ETATS-UNIS	CRUNCHY YOGURT	22-sep-78	73-186 561	24-mar-81	1 149 271			29
	LOGO YOP 1993	03-FEV-1994	74 786 065	21-nov-95	1 936 424			29
	LOGO YOPLAIT	05-FEV-1991	136 462	28-jul-92	1 703 550			29
	LOGO YOPLAIT	07-AOU-1989	817 561	17-jul-90	1 606 541			29-30
	LOGO YOPLAIT	09-oct-80	280 926	18-jan-83	1 224 432			29-30
	POT VAGUE DEFORMEE	18-mar-96	75 074 502					29
	VIGNETTE FLEUR	29-mar-78	164 125	28-jul-81	1 162 926			29-30
	YOPLAIT	26-jan-96	75 048 728					29
	YOP BOUTEILLE	12-DEC-1988	768 950	02-nov-93	1 802 984			29
	YOPHORIA	29-sep-96	75 169 555					29
	YOPLAIT	08-jun-87	665 387	29-mar-88	1 482 543			29-30
	YOPLAIT	29-mar-78	164 151	29-avr-80	1 134 239			29
	YOPLAIT + FLEUR	08-avr-70	356 303	07-mar-72	930 605	07-mar-92	930 605	29-30
	YOPLAIT ACTIF	20-jun-91	177 945	29-jun-93	1 779 071			29
	YOPLAIT CRUNCHN YOGURT	24-nov-92	74 334 251	25-oct-94	1 860 478			29
	YOPLAIT LIGHT PLUS	19-jan-96	75 046 124					29
	YOPLAIT LIGHT VIGNETTE	08-FEV-1990	74 027 031	01-jan-91	1 630 209			29
	YOPLAIT PARFAIT	15-oct-91	212 983	22-jun-93	1 778 433			29
	YOPLAIT PARFAIT STYLE	05-DEC-1991	74 228 545	27-sep-94	1 856 350			29
	YOPLAIT PLUS	01-jun-95	74 683 121					29
	YOPLAIT PUDDING	10-jan-91	129 354	26-mai-92	1 689 196			30
	YOTASTIC	29-sep-96	75/169 554					29

SCHEDULE N° 2
Trademarks in the name of IDEVAL in United States

COUNTRY	Trademarks	Filing Date	Filing Number	Registration Date	Registration Number	Renewal Date	Renewal Number	Class
ETATS-UNIS	BENESTROFF	05-FEV-1985		15-AVR-1986	1 390 079			29
	BOITE RONDE AVEC PAPIER A DAMIERS	25-JUN-1990	072 041	16-JUL-1991	1 650 900			29
	CHARME DE FRANCE	24-JUN-1985	544 712	27-MAI-1986	1 395 055			29
	COEUR DE CAMEMBERT LE RUSTIQUE	18-SEP-1994	74/586 931	20-AOUT-1996	1 994 489			29
	CROUSTIN	09-JUN-1987	665 580	04-OCT-1988	1 507 372			29
	CROUSTIN (ETIQUETTE)	29-DEC-1989	74/015228	01-OCT-1991	1 659 029			29
	LE RUSTIQUE	22-JUL-1985	549 403	26-AOU-1986	1 406 933			29
	LE RUSTIQUE GRAPHISME ACTUEL	22-JUL-1985	549 404	09-SEP-1986	A1 408 738			29
	PREDOU	03-OCT-1984	502 169	04-MAR-1986	1 385 336			29
	PRIMAT DES GAULES ASPECT FORME	09-OCT-1979		03-AVR-1984	1 273 215			29
	RICHE MONTS	11-JUL-1991	74/184 100	27-OCT-1992	1 727 871			29
	RICHE MONTS GRAPHISME	06-MAR-1980	252 811	21-DEC-1982	1 221 065			29
	RICHE MONTS VIGNETTE 1995	29-MAI-1996	75 111 426	16-DEC-1997	2 120 988			29
	RICHOR	11-MAR-1996	75 070 235					29

POWER OF ATTORNEY/APPOINTMENT OF DOMESTIC REPRESENTATIVE

Applicant hereby appoints Leslie Bertagnolli a member of the Bar of the State of Illinois, whose mailing address is One Prudential Plaza, 130 East Randolph, Suite 3500, Chicago, Illinois 60601, to prosecute this application, to transact all business in the Patent and Trademark Office in connection with it, and to receive the certificate of registration. Please address all communications to this appointed attorney, who shall serve as our domestic representative upon whom notice or process in proceedings affecting the mark may be served.



Name G.E. VANDAMME
Title CHAIRMAN

TEL. : 03 89 36 51 36
FAX : 03 89 66 57 90

MULHOUSE LE 15.07.1998

Le notaire associé soussigné de la
Société Civile Professionnelle
"Alain BISCHOFF et Pierre JAEGER"

titulaire d'un Office Notarial à
FRANCE 68100 MULHOUSE (Haut-Rhin)
5, rue Alfred Engel,

VU :

L'acte reçu par Maître Alain
BISCHOFF, notaire associé de la
Société Civile Professionnelle ci-
dessus dénommée, le **27 novembre**
1997, Répt. N° 69.419,
contenant dépôt au rang des minutes
de l'Office Notarial du traité de
fusion sous seing privé en date à
PARIS du 27 novembre 1997 et de ses
annexes,
et l'acte de dépôt reçu par ledit
notaire, le **31 décembre 1997**, Répt.
N° 69.831, des procès-verbaux des
délibérations des assemblées géné-
rales extraordinaires des associés
des sociétés absorbée et
absorbante,
toutes deux en date du 31/12/97,
constatant la réalisation des
conditions suspensives contenues
dans ledit traité, approuvant la
fusion et rendant définitive
l'opération de fusion par voie
d'absorption de :

The undersigned Notary and
Partner of the non-trading
professional firm "Alain BISCHOFF
et Pierre JAEGER",

having a Notary's Office at
FRANCE - 68100 MULHOUSE (Haut-
Rhin) 5, rue Alfred Engel,

HAVING SEEN :

The deed received by Maître Alain
BISCHOFF, Notary and Partner in
the non-trading professional firm
aforementioned, on November 27th,
1997, Répt. N° 69.419,
containing the deposit in
priority of the records of the
Notary's Office of the unsealed
and unwitnessed merger Agreement
made in Paris the 27th of
November, 1997, and of its
appendices,
as well as the deposit received
by the said Notary, on December
31st, 1997, Répt. N° 69.831 of
the deliberations of the
Extraordinary General Meetings of
the partners of the amalgamated
and amalgamating firms, both of
these dated the 31 of december,
1997, affirming the realisation
of the suspensive conditions
contained in the said agreement,
approving the merger and
rendering the method of merger by
way of amalgamation of :

TRADEMARK

REEL: 1786 FRAME: 0746

la société "YOPLAIT S.A.", société anonyme au capital de 564.881.000 Frs., dont le siège social est au 3, rue de l'Anthémis, 60200 COMPIEGNE, France, immatriculée au Registre du Commerce et des Sociétés de COMPIEGNE, sous le numéro B 352 810 980,

par la société "INITIATIVES ET DEVELOPPEMENT ALIMENTAIRES - IDEVAL - S.A.", société anonyme au capital de 329.606.700.- Frs, dont le siège social est au 2, Rue Joseph Cugnot, 57076 METZ, France, immatriculée au Registre du Commerce et des Sociétés de METZ, sous le numéro B 352 726 194.

Aux termes de ladite fusion, la Société "YOPLAIT S.A." a apporté à la Société "IDEVAL S.A." l'intégralité des éléments d'actif composant son patrimoine, à charge par la société "IDEVAL S.A." d'acquiescer la généralité du passif dépendant du même patrimoine.

Le transfert de propriété des biens transmis a été fixé au jour de la réalisation définitive de la fusion, mais avec effet rétroactif du 1er Janvier 1997.

CERTIFIE ET ATTESTE :

- Que la société dénommée "INITIATIVES ET DEVELOPPEMENT ALIMENTAIRES - IDEVAL S.A." a en conséquence le droit de revendiquer la propriété de tous les biens qui lui ont été apportés et notamment de :

The Compagny "YOPLAIT S.A." limited liability Compagny with a capital of 564.881.000 Frs, whose head office is at 3, Rue de l'Anthémis, 60200 COMPIEGNE, France, registered at the Commercial and Corporate Register of COMPIEGNE, under the number B 352 810 980,

By the Compagny "INITIATIVES ET DEVELOPPEMENT ALIMENTAIRES - IDEVAL S.A." limited liability Compagny with a capital of 329 606 700 Frs., whose head office is at 2, rue Joseph Cugnot, 57076 METZ, France, registered at the Commercial and Corporate Register of METZ, under the number B 352 726 194.

By the terms of the said merger, the Compagny "YOPLAIT S.A." has brought to the Compagny "INITIATIVES ET DEVELOPPEMENT ALIMENTAIRES - IDEVAL SA." all of its assets which make up its capital and endorsing "INITIATIVES ET DEVELOPPEMENT ALIMENTAIRES - IDEVAL S.A." with the responsibility of discharging most of its liabilities which are dependent on the same capital.

The transfer of ownership of the assets transferred has been fixed at the date of the definitive realisation of the merger.

CERTIFY AND ATTEST :

- That the Compagny called "INITIATIVES ET DEVELOPPEMENT ALIMENTAIRES - IDEVAL S.A.", has consequently the right to claim the ownership of all the assets which have been brought to it and notably of :

Lesquels sont énoncés dans le contrat sus-visé et ses annexes, déposés au rang des minutes de l'Office Notarial, le 27 novembre 1997.

Those which have been set forth in the above-mentioned contracts and their appendices, both of which were deposited in priority in the records of the Notary'Office, on November 27th, 1997.

Que la Société absorbante "INITIATIVES ET DEVELOPPEMENT ALIMENTAIRES - IDEVAL S.A." a, aux termes du procès-verbal de l'assemblée générale extraordinaire du 31 décembre 1997 :
- décidé en outre :

That the amalgamating Compagny "INITIATIVES ET DEVELOPPEMENT ALIMENTAIRES - IDEVAL S.A.", has decided, by the terms of the deliberations of the Extraordinary Général Meetings of the partners, the 31 of December of 1997 :

* de modifier sa dénomination en :
"SODIAAL INTERNATIONAL - SOCIETE DE DIFFUSION INTERNATIONALE AGRO-ALIMENTAIRE, ayant pour sigle "SODIAAL INTERNATIONAL"

* To change its name to :
"SODIAAL INTERNATIONAL - SOCIETE DE DIFFUSION INTERNATIONALE AGRO-ALIMENTAIRE " .

* de transférer son siège à :
PARIS (75014) 170bis, Boulevard du Montparnasse, FRANCE,

* To transfer its head office to :
170bis, Boulevard du Montparnasse 75014 PARIS, FRANCE.

et que ladite Société "SODIAAL INTERNATIONAL - SOCIETE DE DIFFUSION INTERNATIONALE AGRO-ALIMENTAIRE, ayant pour sigle "SODIAAL INTERNATIONAL" doit être aujourd'hui considérée comme ayant-droit ou successeur de la société "YOPLAIT S.A." à l'égard des biens ci-dessus.

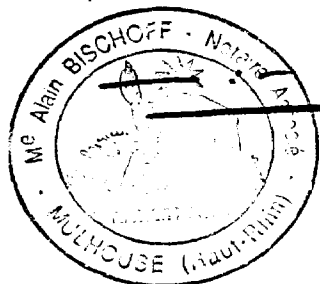
And that the said Compagny "SODIAAL INTERNATIONAL - SOCIETE DE DIFFUSION INTERNATIONALE AGRO-ALIMENTAIRE", must henceforth be considered as the assignee or successor of the Compagny "YOPLAIT S.A." in respect of the above assets.

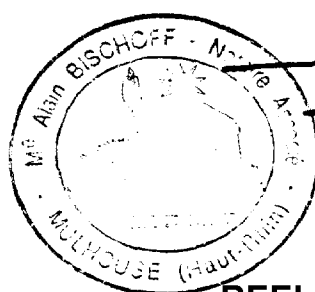
EN FOI DE QUOI, j'ai délivré la présente attestation pour servir et valoir ce que de droit.

IN WITNESS WHEREOF, I deliver the present attestation to serve and to have legal worth.

Fait à MULHOUSE, en l'Office Notarial, le 15.07.1998.

Made at MULHOUSE at the Notary's Office, the 15.07.1998.

 notaire.

 notary.

SCHEDULE N°1

COUNTRY	Trademarks	Filing Date	Filing Number	Registration Date	Registration Number	Renewal Date	Renewal Number	Class
ETATS-UNIS	CRUNCHY YOGURT	22-sep-78	73-186 561	24-mar-81	1 149 271			29
	LOGO YOP 1993	03-FEV-1994	74 786 065	21-nov-95	1 936 424			29
	LOGO YOPLAIT	05-FEV-1991	136 462	28-jul-92	1 703 550			29
	LOGO YOPLAIT	07-AOU-1989	817 561	17-jul-90	1 606 541			29-30
	LOGO YOPLAIT	09-oct-80	280 926	18-jan-83	1 224 432			29-30
	POT VAGUE DEFORMEE	18-mar-96	75 074 502					29
	VIGNETTE FLEUR	29-mar-78	164 125	28-jul-81	1 162 926			29-30
	YOLAIT	26-jan-96	75 048 728					29
	YOP BOUTEILLE	12-DEC-1988	768 950	02-nov-93	1 802 984			29
	YOPHORIA	29-sep-96	75 169 555					29
	YOPLAIT	08-jun-87	665 387	29-mar-88	1 482 543			29-30
	YOPLAIT	29-mar-78	164 151	29-avr-80	1 134 239			29
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	YOPLAIT LIGHT PLUS	19-jan-96	75 046 124					29
	YOPLAIT LIGHT VIGNETTE	08-FEV-1990	74 027 031	01-jan-91	1 630 209			29
	YOPLAIT PARFAIT	15-oct-91	212 983	22-jun-93	1 778 433			29
	YOPLAIT PARFAIT STYLE	05-DEC-1991	74 228 545	27-sep-94	1 856 350			29
	YOPLAIT PLUS	01-jun-95	74 683 121					29
	YOPLAIT PUDDING	10-jan-91	129 354	26-mai-92	1 689 196			30
	YOTASTIC	29-sep-96	75/169 554					29

DECLARATION

The undersigned being hereby warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. 1001, and that such willful false statements may jeopardize the validity of the application or any resulting registration, declares that he/she is properly authorized to execute this application on behalf of the applicant; he/she believes the applicant to be the owner of the trademark/service mark sought to be registered, or, if the application is being filed under 15 U.S.C. 1051(b), he/she believes applicant to be entitled to use such mark in commerce; to the best of his/her knowledge and belief no other person, firm, corporation, or association has the right to use the above-identified mark in commerce, either in the identical form thereof or in such near resemblance thereto as to be likely, when used on or in connection with the goods/services of such other person, to cause confusion, or to cause mistake, or to deceive; and that all statements made of his/her own knowledge are true and all statements made on information and belief are believed to be true.

SODIALAL INTERNATIONAL

Date July, 17 1998

Name: Gérard BUDIN
Title: Chairman

Leslie Bertagnoli
BAKER & MCKENZIE
One Prudential Plaza
130 East Randolph, Suite 3500
Chicago, Illinois 60601
312/861-8617

