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09-28-2001

U.S. Patent & TMOs/TM Mail Rept Dt 17:

10-11-2001



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Office

To the Honorable Commissioner of Patents and

1. Name of conveying party(ies):

Crowley Foods, Inc.

09/28/01

- Individual(s)
- General Partnership
- Corporation-State - Delaware
- 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: September 25, 2001

Name and address of receiving party(ies):

Name: **Crowley Foods, LLC**

Internal Address:

Street Address: 95 Court Street, P. O. Box 549
City: Binghamton State: NY ZIP: 13902

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other Delaware limited liability company

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): 42

A. Trademark Application No.(s)
(see attachment)

B. Trademark Registration No.(s)
(see attachment)

Additional numbers attached? Yes No

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

Name: Molly Buck Richard

Internal Address: Strasburger & Price, L.L.P.

Street Address: 901 Main Street, Suite 4300

City: Dallas State: TX ZIP: 75202

6. Total number of applications and registrations involved: 42

7. Total fee (37 CFR 3.41) \$1065.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 19-4547

(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.*

Molly Buck Richard

September 28, 2001

Name of Person Signing

Signature

Date

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

10/10/2001 LMUELLER 0000115 1576616
40.00
1025.00

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

TRADEMARK
REEL: 002381 FRAME: 0357

Crowley Foods, LLC – U.S. Trademark Registrations

<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
AXELROD	1,576,616	01/09/90
AXELROD SINCE 1896 and Design	1,579,243	01/23/90
C (Stylized)	1,945,170	01/02/96
CALORIE LINE	917,801	08/03/71
CROWLEY	1,222,752	01/04/83
CROWLEY and Design	1,224,429	01/18/83
EASY-DIETER	1,215,035	11/02/82
FLEXPAK	1,990,367	07/30/96
KIDS YOGURT	1,840,664	06/21/94
KWIK CHEF (Stylized)	1,701,972	07/21/92
LOVERS' KNOT (Stylized)	1,486,260	04/26/88
MAGGIO	1,699,264	07/07/92
MAGGIO and Design	1,393,417	05/13/86
Miscellaneous Design	614,029	10/11/55
Miscellaneous Design	1,023,857	10/28/75
Miscellaneous Design	1,697,828	06/30/92
Miscellaneous Design	1,708,452	08/18/92
Miscellaneous Design	1,727,884	10/27/92
Miscellaneous Design	1,764,695	04/13/93
Miscellaneous Design	1,770,237	05/11/93
Miscellaneous Design	1,776,662	06/15/93
PEAKS OF PERFECTION	1,677,794	03/03/92
PEAKS OF PERFECTION and Design	1,623,871	11/20/90
PENN MAID	611,177	08/23/55
PENN MAID	1,000,594	12/31/74
PENN MAID	1,980,702	06/18/96
PENN MAID and Design	340,020	10/27/36
PENN MAID and Design	764,363	02/04/64
PENN MAID and Design	877,111	09/16/69
PENN MAID DAIRY PRODUCTS and Design	609,254	07/19/55

<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
PENN MAID LITE (Stylized)	1,535,541	04/18/89
PENN MAID LITE and Design	1,535,542	04/18/89
PENN MAID PRIDE	1,967,819	04/16/96
PERFORMA	1,991,837	08/06/96
SHAKE TIME	1,338,244	05/28/85
SILVER PREMIUM	1,623,879	11/20/90
THE ICE CREAM CLONE	1,659,236	10/01/91

Crowley Foods, LLC – U.S. Trademark Applications

<u>Mark</u>	<u>Serial No.</u>	<u>Filing Date</u>
FLAVOR SAVOR	76/137,535	09/28/00
GRABBA	76/183,155	12/18/00
GRABBA MILK	76/205,859	02/07/01
SPORTABLES	75/782,254	08/23/99
THE FAMILY BRAND	75/271,046	04/08/97

State of Delaware

Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "CROWLEY FOODS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "CROWLEY FOODS, INC." TO "CROWLEY FOODS, LLC", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF SEPTEMBER, A.D. 2001, AT 9:45 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1357701

DATE: 09-25-01

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(TUE) 9. 25 '01 12:15/ST. 12:03/NO. 4662164488 P 32

FROM W&C LLP NY FAX DEPT

FROM W & C LLP N.Y.

(MON) 9. 24 '01 17:24/SECRETARY OF STATE
FILED 09:15 AM '09/25/2001
010473616 - 2159820

CERTIFICATE OF CONVERSION
OF
CROWLEY FOODS, INC.

THIS Certificate of Conversion of CROWLEY FOODS, INC., dated as of this 25th day of September 2001, has been duly executed and is being filed by an authorized person to convert a corporation to a limited liability company pursuant to Section 266 of the Delaware General Corporation Law, as amended from time to time and Section 18-214 of the Delaware Limited Liability Company Act, as amended from time to time.

1. The name of the Corporation is CROWLEY FOODS, INC. The name under which the corporation was originally incorporated is CROWLEY INTERMEDIATE, INC.

2. The date on which the original Certificate of Incorporation was filed with the Secretary of State is May 2, 1988.

3. The name of the limited liability company into which the corporation is herein being converted is CROWLEY FOODS, LLC.

4. The conversion has been approved in accordance with the provisions of Section 266 of the Delaware General Corporation Law, as amended from time to time.

By: Martin J. Mangherio
Name: Martin J. Mangherio
Title: Authorized Person