

Form **PTO-1594**

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

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

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):

Golden Sun Feeds, Inc.

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

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

2. Name and address of receiving party(ies)

Name: Purina Mills, LLC

Internal Address: MS 2500

Street Address: 4001 Lexington Avenue N

City: Arden Hill State: MN Zip: 55126

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

3. Nature of conveyance:

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

Execution Date: 10/23/97; 10/11/01

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

see attached Exhibit A

Additional number(s) attached Yes No

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

Name: Brenda Goebel

Internal Address: MS 2500

Street Address: 4001 Lexington Avenue N

City: Arden Hills State: MN Zip: 55126

6. Total number of applications and registrations involved: 13

7. Total fee (37 CFR 3.41)..... \$ 340⁰⁰

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

12-0215

(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.

Peter S. Janzen
Name of Person Signing

[Signature]
Signature

12/29/03
Date

Total number of pages including cover sheet, attachments, and document: 16

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

CH \$120215.00 120215 1647013

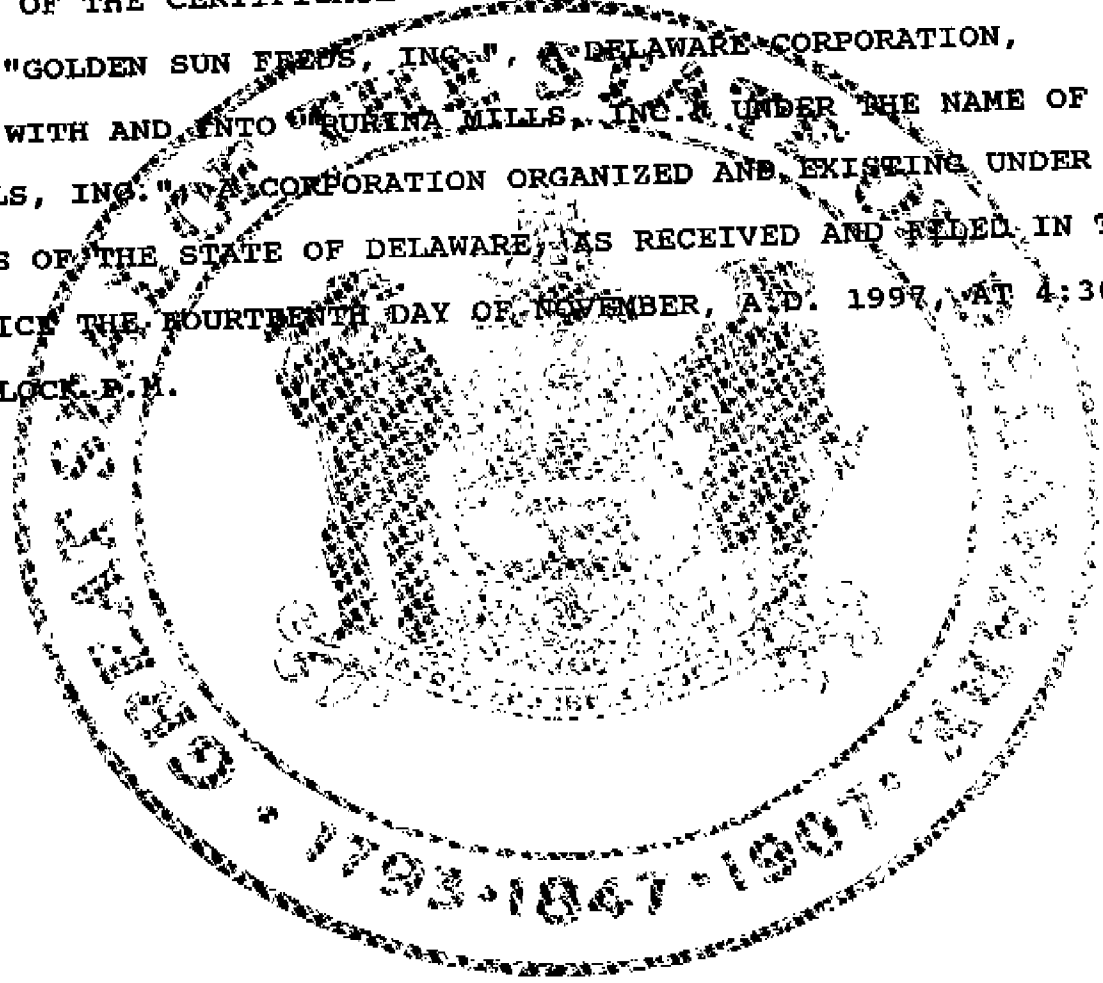
EXHIBIT A

<u>Name of Trademark</u>	<u>Registration Number</u>
AMINO MIX	1,547,013
AMINO MIX	1,248,800
BEEF START	1,370,832
DATA QUEST	2,090,104
GOLDEN ACRES	2,130,515
GOLDEN BEEF	977,818
GOLDEN DAIRY	1,355,701
GOLDEN HOG	1,354,906
GOLDEN KENNEL	1,492,509
GOLDEN SUN	852,011
GOLDEN SUN	1,509,481
SUNDEX	2,096,044
SUNPLAN	2,302,371

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"GOLDEN SUN FEEDS, INC.", A DELAWARE CORPORATION, WITH AND INTO "PURINA MILLS, INC." UNDER THE NAME OF "PURINA MILLS, INC." A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, WAS RECEIVED AND FILED IN THIS OFFICE THE FOURTEENTH DAY OF NOVEMBER, A.D. 1997, AT 4:30 O'CLOCK P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: 9053079

2055435 8100M

981163855

TRADEMARK

REEL: 002770 FRAME: 0376

**CERTIFICATE OF OWNERSHIP AND MERGER
MERCING
GOLDEN SUN FEEDS, INC.
WITH AND INTO
PURINA MILLS, INC.**

**Pursuant to Section 253 of the
General Corporation Law of the
State of Delaware**

Purina Mills, Inc. ("Purina"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, hereby certifies that:

FIRST: Purina owns all of the issued and outstanding shares of each class of the capital stock of Golden Sun Feeds, Inc., a Delaware corporation ("GSFI").


SECOND: Purina, by the resolutions of its Board of Directors attached hereto as Schedule A ("Resolutions"), duly adopted at an actual meeting of the Board held on October 23, 1997, determined to merge GSFI with and into Purina on the conditions set forth in the Resolutions (the "Merger").

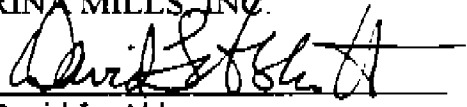
THIRD: Purina shall be the surviving corporation in the Merger.

FOURTH: The Certificate of Incorporation of Purina as in effect immediately prior to the Merger shall be the Certificate of Incorporation of Purina as the surviving corporation, from and after the effective time of the Merger, until thereafter amended as provided by law, the Certificate of Incorporation or the Bylaws of Purina as the surviving corporation.

FIFTH: The Merger shall be effective on June 30, 1997.

IN WITNESS WHEREOF, Purina has caused this Certificate of Ownership and Merger to be signed by David L. Abbott, its President, and attested by August F. Ottinger, its Secretary, on October 23, 1997.

ATTEST:
By 
August F. Ottinger
Secretary

PURINA MILLS, INC.
By: 
David L. Abbott
President

STATE OF MISSOURI)
) ss:
COUNTY OF ST. LOUIS)

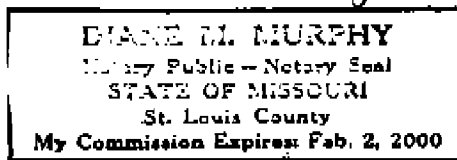
I, Diane M. Murphy, a Notary Public in and for said County, in the State aforesaid, do hereby certify that David L. Abbott, personally known to me to be the President of Purina Mills, Inc., a Delaware corporation, and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he signed and delivered the said instrument as President of said corporation, pursuant to authority, as his free and voluntary act and as the free and voluntary act and deed of said corporation, for the uses and purposes therein set forth.

Given under my hand and Notarial Seal this 23rd day of October, 1997

Diane M. Murphy
Notary Public

My Commissioner Expires: 2/2/2000

(SEAL)



STATE OF MISSOURI)
) ss:
COUNTY OF ST. LOUIS)

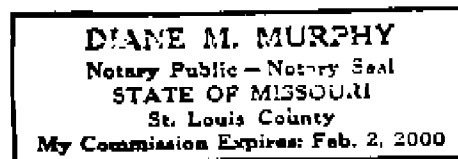
I, Diane M. Murphy, a Notary Public in and for said County, in the State aforesaid, do hereby certify that August F. Ottinger, personally known to me to be the Secretary of Purina Mills, Inc., a Delaware corporation, and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he signed and delivered the said instrument as Secretary of said corporation, pursuant to authority, as his free and voluntary act and as the free and voluntary act and deed of said corporation, for the uses and purposes therein set forth.

Given under my hand and Notarial Seal this 23rd day of October, 1997.

Diane M. Murphy
Notary Public

My Commissioner Expires: 2/2/2000

(SEAL)



Schedule ARESOLUTION MERGING GOLDEN SUN FEEDS INC. INTO PURINA MILLS, INC.

After full discussion and upon motion duly made and seconded, it was unanimously resolved:

Merger

WHEREAS, Purina Mills, Inc. owns all of the outstanding shares of common stock (the "GSFI Common Stock") of Golden Sun Feeds, Inc., a Delaware corporation ("GSFI"); and

WHEREAS, the GSFI Common Stock is the only issued and outstanding class of capital stock of GSFI; and

WHEREAS, the Board of Directors of Purina Mills, Inc. deems it advisable and in the best interests of Purina that GSFI shall be merged with and into Purina, with Purina to be the surviving corporation;

NOW, THEREFORE, IT IS RESOLVED, that GSFI, the wholly-owned subsidiary of Purina, merge with and into Purina, with Purina to be the surviving corporation (the "Merger"); and further

RESOLVED, that the proper officers be and they hereby are authorized to make and execute the Certificate of Ownership and Merger setting forth a copy of these resolutions to merge GSFI into Purina, and the date of the adoption of these resolutions, and to cause the Certificate of Ownership and Merger to be filed with the Secretary of State of Delaware and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in any way necessary or proper to effect the Merger; and further

RESOLVED, that the Merger shall be effective upon filing the Certificate of Ownership and Merger with the Secretary of State of Delaware; and further

RESOLVED, that Purina shall be the survivor of the Merger and may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of GSFI, and it does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is:

Purina Mills, Inc.
Attn: Mr. August F. Ottinger
1401 S. Hanley Road
St. Louis, Missouri 63144

until the surviving corporation shall have hereafter designated in writing to the said Secretary of State a different address for such purpose. Service of such process may be made by personally delivering to and leaving with the Secretary of State of Delaware duplicate copies of such process, one of which copies the Secretary of State of Delaware shall forthwith send by registered mail to Purina at the above address; and further

General

RESOLVED, that any and all lawful actions heretofore or hereafter taken by any officer, agent or employee of Purina within the terms of the foregoing resolutions be and they hereby are ratified, confirmed and approved in all respects as the act and deed of Purina.

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 "PURINA MILLS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "PURINA MILLS, INC." TO "PURINA MILLS, LLC", FILED IN THIS OFFICE ON THE ELEVENTH DAY OF OCTOBER, A.D. 2001, AT 1:25 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2343380 8100V

AUTHENTICATION: 1386945

010505194

DATE: 10-11-01
TRADEMARK
REEL: 002770 FRAME: 0381

FROM RICHARDS, LFYTON & FINGER#7

(THU) 10. 11' 01 13:28/ST. 13:28
STATE OF DELAWARE
DIVISION OF CORPORATIONS
FILED 01:25 PM 10/11/2001
010505198 - 2343380

**CERTIFICATE OF CONVERSION TO LIMITED LIABILITY COMPANY
OF
PURINA MILLS, INC.
TO
PURINA MILLS, LLC**

This Certificate of Conversion to Limited Liability Company, dated as of October 11, 2001, has been duly executed and is being filed by Purina Mills, Inc., a Delaware corporation (the "Company"), to convert the Company to Purina Mills, LLC, a Delaware limited liability company (the "LLC"), under the Delaware Limited Liability Company Act (6 Del.C. §18-101, et seq.) and the General Corporation Law of the State of Delaware (8 Del.C. §101, et seq.) (the "GCL").

1. The Company's name when it was originally incorporated was PM Holdings Corporation. The Company's name immediately prior to the filing of this Certificate of Conversion to Limited Liability Company was Purina Mills, Inc.

2. The Company was first incorporated on July 12, 1993. The jurisdiction of the Company at the time it was first incorporated was the State of Delaware. The jurisdiction of the Company immediately prior to the filing of this Certificate of Conversion to Limited Liability Company was the State of Delaware.

3. The name of the LLC into which the Company shall be converted as set forth in its certificate of formation is Purina Mills, LLC.

4. The conversion of the Company to the LLC has been approved in accordance with the provisions of Sections 228 and 266 of the GCL.

5. The conversion of the Company to the LLC shall be effective upon the filing of this Certificate of Conversion to Limited Liability Company and a certificate of formation with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion to Limited Liability Company as of the date first-above written.

PURINA MILLS, INC.

By: Duane Halverson

Name: Duane Halverson
Title: President

M1:789646.06