

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|-----------------------|----------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER |
| EFFECTIVE DATE: | 12/31/2004 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|--------------------|----------|----------------|-------------------------------------|
| Crowley Foods, LLC | | 12/31/2004 | Limited Liability Company: DELAWARE |

RECEIVING PARTY DATA

| | |
|-------------------|-------------------------------------|
| Name: | HP Hood LLC |
| Street Address: | 90 Everett Avenue |
| Internal Address: | Suite 200 |
| City: | Chelsea |
| State/Country: | MASSACHUSETTS |
| Postal Code: | 02150 |
| Entity Type: | Limited Liability Company: DELAWARE |

PROPERTY NUMBERS Total: 49

| Property Type | Number | Word Mark |
|----------------|----------|--------------------|
| Serial Number: | 73786093 | AXELROD |
| Serial Number: | 73786094 | AXELROD SINCE 1896 |
| Serial Number: | 76390301 | BA-DA BEAN |
| Serial Number: | 72378805 | CALORIE LINE |
| Serial Number: | 76397825 | COTTAGE 2 GO |
| Serial Number: | 73220171 | CROWLEY |
| Serial Number: | 73285735 | EASY-DIETER |
| Serial Number: | 76533572 | FREEDOM SCOOPS |
| Serial Number: | 76183155 | GRABBA |
| Serial Number: | 76403305 | GRABBA JUICE |
| Serial Number: | 76205859 | GRABBA MILK |

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|----------------------|----------|--------------------------|
| Serial Number: | 76455125 | GREEN'S |
| Serial Number: | 76533571 | SLAPSHOT SUNDAE |
| Serial Number: | 74305088 | KIDS YOGURT |
| Serial Number: | 74192351 | "KWIK CHEF" |
| Serial Number: | 76339313 | LIFE.STYLE. |
| Serial Number: | 73661156 | LOVERS' KNOT |
| Serial Number: | 74200048 | MAGGIO |
| Serial Number: | 73544140 | MAGGIO |
| Serial Number: | 71674905 | |
| Serial Number: | 73004747 | |
| Serial Number: | 74200049 | |
| Serial Number: | 74200050 | |
| Serial Number: | 74243383 | |
| Serial Number: | 74243389 | |
| Serial Number: | 74252042 | |
| Serial Number: | 74243378 | |
| Serial Number: | 76390302 | PEACHBURGH |
| Serial Number: | 74144084 | PEAKS OF PERFECTION |
| Serial Number: | 73814992 | PEAKS OF PERFECTION |
| Serial Number: | 71672348 | PENN MAID |
| Serial Number: | 73004404 | PENN MAID |
| Serial Number: | 74627949 | PENN MAID |
| Serial Number: | 71373210 | PENN MAID |
| Serial Number: | 72106835 | PENN MAID |
| Serial Number: | 72287940 | PENN MAID |
| Serial Number: | 71677441 | PENN MAID DAIRY PRODUCTS |
| Serial Number: | 73737794 | PENN MAID LITE |
| Serial Number: | 73737847 | PENN MAID LITE |
| Serial Number: | 76390304 | PITTSBURGH POTHOLE |
| Registration Number: | 2787301 | POCONO PAWS |
| Serial Number: | 73477480 | SHAKE TIME |
| Serial Number: | 74013642 | SILVER PREMIUM |
| Serial Number: | 76340377 | SKIM DELUXE |
| Serial Number: | 75782254 | SPORTABLES |
| Serial Number: | 76373148 | THE EVERYDAY INDULGENCE |

| | | |
|----------------|----------|---------------------|
| Serial Number: | 74004569 | THE ICE CREAM CLONE |
| Serial Number: | 76474027 | WEEKS |
| Serial Number: | 76474028 | WEEKS |

CORRESPONDENCE DATA

Fax Number: (617)523-1231
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 617.570.1292
Email: mrovner@goodwinprocter.com
Correspondent Name: Miriam J. Rovner, Senior Paralegal
Address Line 1: Exchange Place, 53 State Street
Address Line 2: Attention: Goodwin Procter LLP
Address Line 4: Boston, MASSACHUSETTS 02109

| | |
|--------------------|--------------------|
| NAME OF SUBMITTER: | Miriam J. Rovner |
| Signature: | /Miriam J. Rovner/ |
| Date: | 01/05/2005 |

Total Attachments: 3
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source=Crowley Foods Merger#page3.tif

Delaware

PAGE 1

The First State

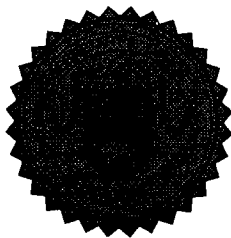
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"CROWLEY FOODS, LLC", A DELAWARE LIMITED LIABILITY COMPANY, WITH AND INTO "HP HOOD LLC" UNDER THE NAME OF "HP HOOD LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF DECEMBER, A.D. 2004, AT 12:37 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2004, AT 11:59 O'CLOCK P.M.

3677892 8100M

040953223



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3587456

DATE: 12-30-04

TRADEMARK
REEL: 003001 FRAME: 0983

CERTIFICATE OF MERGER

of

CROWLEY FOODS, LLC

with and into

HP HOOD LLC

Pursuant to Section 18-209 of the Delaware Limited Liability Company Act (the "Act"), the undersigned surviving limited liability company submits the following Certificate of Merger for filing and certifies that:

1. The name and jurisdiction of formation of the limited liability companies which are to merge are:

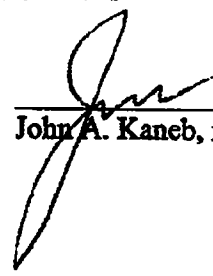
| <u>Name</u> | <u>Jurisdiction</u> |
|--------------------------------|---------------------|
| Crowley Foods, LLC ("Crowley") | Delaware |
| HP Hood LLC ("Hood") | Delaware |

2. An Agreement and Plan of Merger (the "Merger Agreement") has been approved and executed in accordance with the provisions of Section 18-209 of the Act by each of Crowley and Hood.
3. The name of the surviving limited liability company is HP Hood LLC.
4. The Merger Agreement is on file at the place of business of Hood located at 90 Everett Avenue, Suite 200, Chelsea, MA 02150.
5. A copy of the Merger Agreement will be furnished by Hood on request and without cost to any member of Crowley or Hood.
6. The Merger shall be effective at 11:59 p.m., Eastern Standard Time on December 31, 2004.

IN WITNESS WHEREOF, this Certificate of Merger has been duly executed as of December 30, 2004, and is being filed in accordance with Section 18-209 of the Act by an authorized person of the surviving limited liability company in the merger.

HP HOOD LLC

By:



John A. Kaneb, its President

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