

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	07/30/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
PF Brands, Inc.		07/19/2007	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Pepperidge Farm, Incorporated
Street Address:	595 Westport Avenue
City:	Norwalk
State/Country:	CONNECTICUT
Postal Code:	06851
Entity Type:	CORPORATION: CONNECTICUT

PROPERTY NUMBERS Total: 35

Property Type	Number	Word Mark
Registration Number:	0687673	ORLEANS
Registration Number:	0688816	PEPPERIDGE FARM
Serial Number:	78804150	PEPPERIDGE FARM
Serial Number:	78804151	PEPPERIDGE FARM
Serial Number:	78592017	PEPPERIDGE FARM
Serial Number:	78811246	PEPPERIDGE FARM
Serial Number:	78811239	PEPPERIDGE FARM
Registration Number:	2396052	PEPPERIDGE FARM
Registration Number:	0360512	PEPPERIDGE FARM
Serial Number:	78351963	PEPPERIDGE FARM CARB STYLE
Registration Number:	3061454	PEPPERIDGE FARM FARMHOUSE
Registration Number:	0655071	PEPPERIDGE FARM MILANO
Serial Number:	77211734	PEPPERIDGE FARM MILANO

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Registration Number:	3248648	PEPPERIDGE FARM SIMPLY DELICIOUS
Registration Number:	3051785	PHYSEDIBLES
Registration Number:	2409791	PIROUETTE
Registration Number:	3140096	REMEMBER WHAT'S GOOD
Registration Number:	3238311	RIALTO
Registration Number:	3051657	SABOR EXPLOSIVO
Registration Number:	2841270	SANIBEL
Registration Number:	2737460	SANTA CRUZ
Registration Number:	1499833	SAUSALITO
Registration Number:	3231411	SEVILLE
Registration Number:	3248647	SIMPLY DELICIOUS
Serial Number:	77165297	SNACKING HAS NEVER FELT SO NATURAL
Registration Number:	2526124	SPRITZERS
Registration Number:	3038337	STOWE
Registration Number:	1973279	TAHOE
Registration Number:	3235290	THE ART OF THE COOKIE
Registration Number:	2693983	THE SNACK THAT SMILES BACK
Registration Number:	0640125	VENISE
Registration Number:	2409498	VERONA
Registration Number:	3004925	WHIMS
Serial Number:	78793744	XTREME
Serial Number:	78978792	XTREME

CORRESPONDENCE DATA

Fax Number: (612)632-4444
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 612 632-3357
Email: ipmail@gpmlaw.com
Correspondent Name: Jennifer C. Debrow
Address Line 1: PO BOX 2186
Address Line 4: Minneapolis, MINNESOTA 55402-0906

ATTORNEY DOCKET NUMBER:	PF BRANDS ASSIGN
NAME OF SUBMITTER:	Jennifer C. Debrow
Signature:	/jennifer debrow/
Date:	08/10/2007

Total Attachments: 3

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Delaware

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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 OWNERSHIP, WHICH MERGES:

"PF BRANDS, INC.", A DELAWARE CORPORATION,

WITH AND INTO "PEPPERIDGE FARM, INCORPORATED" UNDER THE NAME OF "PEPPERIDGE FARM, INCORPORATED", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF CONNECTICUT, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FOURTH DAY OF JULY, A.D. 2007, AT 2:08 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTIETH DAY OF JULY, A.D. 2007.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4394738 8100M

070846210



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5867717

DATE: 07-24-07

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REEL: 003598 FRAME: 0786

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

PF BRANDS, INC.

WITH AND INTO

PEPPERIDGE FARM, INCORPORATED

Pursuant to Section 253 of
The General Corporation Law of the State of Delaware ("DGCL")

Pepperidge Farm, Incorporated, a corporation organized and existing under the laws of the State of Connecticut ("Company"), the provisions of which permit the merger of a subsidiary corporation of another state into a parent corporation organized and existing under the laws of the State of Connecticut.

FIRST: Company owns 100% of the outstanding shares of capital stock of PF Brands, Inc., a Delaware corporation ("PFB"), and PFB has no other class of stock outstanding.

SECOND: The directors of Company, by the following resolutions of its Board of Directors, duly adopted at a meeting of the Board of Directors of Company on July 18, 2007, have elected to cause PFB to be merged with and into Company pursuant to Section 253 of the DGCL:

WHEREAS, Company owns 100% of the issued and outstanding shares of capital stock of PFB (the "PFB Shares");

WHEREAS, the PFB Shares are the only issued and outstanding class of stock of PFB;

WHEREAS, Company desires to merge PFB with and into Company pursuant to the provisions of Section 253 of the DGCL;

NOW, THEREFORE, BE IT HEREBY

RESOLVED, that PFB shall be merged with and into Company, with Company surviving said merger and assuming all of the liabilities and obligations of PFB (the "PFB Merger");

FURTHER RESOLVED, that the PFB Merger shall become effective on the date specified in the Certificate of Ownership and Merger to be filed with the Secretary of State of the State of Delaware (the "PFB Effective Date");

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FURTHER RESOLVED, that on the PFB Effective Date, by virtue of the PFB Merger and without any action on the part of Company, each PFB Share shall be canceled and cease to exist; and

FURTHER RESOLVED, that the officers of the Company are hereby severally authorized to execute, file and deliver all such agreements, documents and other instruments, and to perform all such acts, as such officer may in his or her judgment deem necessary or desirable to consummate the PFB Merger authorized by the foregoing resolutions.

THIRD: This Certificate of Ownership and Merger shall become effective on July 30, 2007,

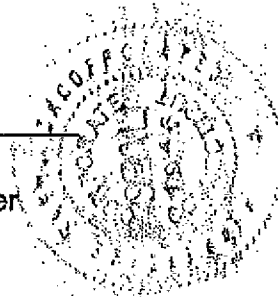
FOURTH: The Company agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of PF Brands, Inc. as well as for enforcement of any obligation of the surviving corporation arising from this merger, including any suit or other proceeding to enforce the rights of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the DGCL, and irrevocably appoints 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 Pepperidge Farm, Incorporated, Attn: Corporate Secretary, 595 Westport Avenue, Norwalk, Connecticut 06851.

IN WITNESS WHEREOF, the Certificate of Ownership and Merger has been executed by an authorized agent on this 19th day of July, 2007.

PEPPERIDGE FARM, INCORPORATED

By: _____

William J. O'Shea
William J. O'Shea
Vice President - Treasurer



TRADEMARK