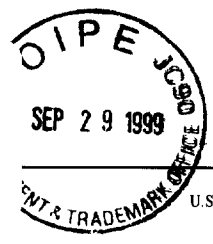


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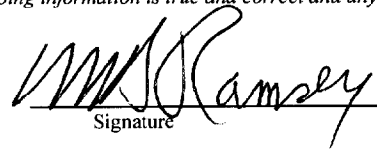


FORM PTO-1596  
1-31-92

DOCKET NO.: 112984.400

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereto:

<p>1. Name of conveying party(ies): Zuivelcoöperatie Coberco U.A. and Friesland (Frico Domo) Coöperatie B.A.</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies): Name: <u>Zuivelcoöperatie De Zeven Provinciën U.A.</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>Stationsplein 37</u></p> <p>City: <u>Zutphen</u> State/Country: <u>The Netherlands</u> ZIP: <u>NL 7201 MH</u></p> <p>Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance: <input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>December 28, 1997</u></p>	<p>4. Application number(s) or patent number(s): If the document is being filed together with a new application, the execution date of the application is: _____</p> <p>A. Patent Application No(s). <u>08/832,869 filed April 4, 1997</u></p> <p>B. Patent No(s). _____</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>PEPPER HAMILTON LLP</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>600 Fourteenth Street, N.W.</u></p> <p>City: <u>Washington</u> State: <u>DC</u> ZIP: <u>20005-2004</u></p>	<p>6. Total number of applications and patents involved: <u>1</u></p> <p>7. Total fee (37 CFR 3.41) ..... <u>\$40.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>50-0436</u></p>
DO NOT USE THIS SPACE	
<p>9. Statement and signature. <i>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.</i></p> <p><u>William S. Ramsey, Reg. No. 32,715</u>  <u>September 29, 1999</u> Name and Registration No. of Person Signing Signature Date</p> <p>Total number of pages comprising cover sheet: <u>1</u></p> <p>CMB No. 0851-0011 (exp. 4/94)</p>	

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( 10/01/1999 MTHAI1 00000004 500436 08832869 )  
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PATENT  
REEL: 010270 FRAME: 0935

**GENERAL DECLARATION REGARDING MERGER**  
**AND SUBSEQUENT CONTRIBUTION**  
**FRIESLAND Brands B.V.**

**The undersigned:**

Reinhard Willem Clumpkens, "notaris" (civil law notary) practising at Amsterdam,

**declares:**

1. By deed executed before me, notaris, on December 27, 1997, the cooperatives Zuivelcoöperatie Coberco U.A., herein referred to as: "**Coberco**", at that time with corporate seat at Zutphen, FRIESLAND (Frico Domo) Coöperatie B.A., herein referred to as: "**FFD**", at that time with corporate seat at Leeuwarden, Coöperatieve Zuivelindustrie Twee Provinciën B.A., herein referred to as: "**TP**", at that time with corporate seat at Workum and Coöperatieve Zuivelindustrie "De Zuid-Oost-Hoek" B.A., herein referred to as: "**ZOH**", at that time with corporate seat at Oosterwolde, municipality Ooststellingwerf, herein together to be referred to as: the "disappeared cooperatives", were merged within the meaning of chapter 7, book 2, Dutch Civil Code, into Zuivelcoöperatie De Zeven Provinciën U.A., with corporate seat at Meppel, which cooperative was incorporated by way of, and at the time of, the merger, herein referred to as: "**DZP**".
2. The merger became effective on December 28, 1997, on which date DZP was therefore incorporated.
3. The assets and liabilities of the disappeared cooperatives passed onto DZP under general title ("onder algemene titel") at the occasion of the merger.
4. By three deeds each executed before me, notaris, on December 31, 1997, DZP contributed substantially its entire business enterprise ("nagenoeg haar gehele onderneming") as such enterprise resulted from the merger, as payment on shares in Friesland Coberco Dairy Foods Holding N.V., its 100% direct subsidiary, herein referred to as: "**Holdings**", with the exception of certain rights and obligations which concern DZP's relationship with its members, not further specified herein, and its shares in Holdings, but including its (requests for) patents, trademarks, licences and sub-licences, to which Coberco, FFD, TP and/or ZOH were entitled at the time of the merger.
5. By subsequent deed executed before me, notaris, on December 31, 1997, Holdings contributed the (requests for) patents, trademarks, licences and sub-licences referred to under 4 above as payment on one share in Friesland Brands B.V., its 100% direct subsidiary.

In witness whereof this declaration was signed in Amsterdam on November 10, 1998.

