

ASSIGNMENT RECORDATION FORM COVER SHEET *Patents Only*

To: Commissioner for Patents:

Date: August 10, 2004
Attorney Docket No. 9281-16

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

A) **GoodMark Foods, Inc.**
4851 Jones Sausage Road
Garner, North Carolina 27529

2. Name and address of receiving party(ies):

ConAgra Foods, Inc.
7700 France Avenue South, Suite 200
Edina, Minnesota 55435

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

3. Nature of conveyance:

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

Additional name(s) & address(es) attached? Yes No

Execution Date: A) December 31, 2002

4. Application Serial No. 10/232,141 Patent No. _____

If this document is being filed together with a new application, the execution date of the application is: _____

Additional numbers attached? Yes No

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

Julie H. Richardson, Esq.
Myers Bigel Sibley & Sajovec
P. O. Box 37428
Raleigh NC 27627

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41) \$40.00
 Enclosed
 Authorized to be charged to deposit account

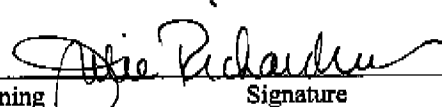
8. Deposit account number: 50-0220

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.

Julie H. Richardson



August 10, 2004

Name of Person Signing

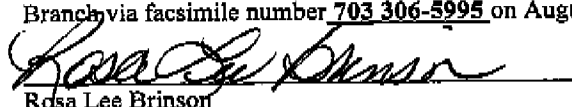
Signature

Date

Total number of pages including cover sheet, attachments and document: 6

CERTIFICATION OF FACSIMILE TRANSMISSION

I hereby certify that this correspondence is being facsimile transmitted to the Patent and Trademark Office, Assignment Branch via facsimile number 703 306-5995 on August 10, 2004.



Rosa Lee Brinson

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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 OWNERSHIP, WHICH MERGES:

"GOODMARK FOODS, INC.", A NORTH CAROLINA CORPORATION, WITH AND INTO "CONAGRA FOODS, INC." UNDER THE NAME OF "CONAGRA FOODS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2002, AT 4:01 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE-OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2002, AT 11:59 O'CLOCK P.M.

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



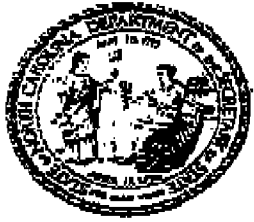
Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

0818944 8100M
020794369

AUTHENTICATION: 2168616

DATE: 12-24-02

PATENT
REEL: 015003 FRAME: 0876



NORTH CAROLINA

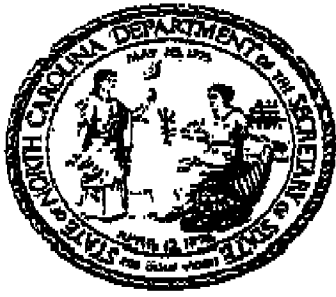
Department of The Secretary of State

To all whom these presents shall come, Greetings:

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF MERGER
OF
GOODMARK FOODS, INC.
INTO
CONAGRA FOODS, INC.

the original of which was filed in this office on the 27th day of December, 2002.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 27th day of December, 2002

Elaine F. Marshall
Secretary of State

Document id: 223618055

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

GOODMARK FOODS, INC.
(A North Carolina Corporation)

INTO

CONAGRA FOODS, INC.
(A Delaware Corporation)

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 04:01 PM 12/23/2002
020794369 - 0818944

It is hereby certified that:

1. **CONAGRA FOODS, INC.** (hereinafter sometimes referred to as the "Corporation") is a business corporation of the State of Delaware.

2. The Corporation is the owner of all of the outstanding shares of each class of stock of **GOODMARK FOODS, INC.**, which is a business corporation of the State of North Carolina.

3. The laws of the jurisdiction of organization of **GOODMARK FOODS, INC.** permit the merger of a business corporation of that jurisdiction with a business corporation of another jurisdiction.

4. The Corporation hereby merges **GOODMARK FOODS, INC.** into the Corporation.

5. Set forth below is a copy of the resolution adopted on December 18, 2002, by the Board of Directors of the Corporation to merge the said **GOODMARK FOODS, INC.** into the Corporation:

"RESOLVED, that Goodmark Foods, Inc., a wholly owned subsidiary of ConAgra Foods, Inc., be merged with and into ConAgra Foods, Inc. in accordance with the Delaware Corporation Law and other applicable state law. The issued shares of Goodmark Foods, Inc. shall not be converted in any manner, but each said share which is issued as of the effective date of the merger shall be surrendered and extinguished. The merger shall be effective as of 11:59 p.m. Central time on December 31, 2002."

6. This Certificate of Ownership and Merger shall be effective as of 11:59 p.m. Central time on December 31, 2002.

DATED: December 18, 2002.

CONAGRA FOODS, INC.

Debra A. Keith
Debra Keith, Vice President, Tax

State of North Carolina
Department of the Secretary of State

22 361 9055

ARTICLES OF MERGER
FOREIGN AND DOMESTIC BUSINESS CORPORATION

Pursuant to Sections 35-11-05 and 35-11-07 of the General Statutes of North Carolina, the undersigned corporation does hereby submit the following Articles of Merger as the surviving corporation in a merger between a domestic business corporation and one or more foreign business corporations.

- The name of the surviving corporation is Conagra Foods, Inc.
a corporation organized under the laws of Bulgaria; the name of the merged corporation is Goodmark Foods, Inc. a corporation organized under the laws of North Carolina
- Attached is a copy of the Plan of Merger that was duly approved in the manner prescribed by law by each of the corporations participating in the merger.
- With respect to the surviving corporation (check either a or b, as applicable):
a. Shareholder approval was not required for the merger.
b. Shareholder approval was required for the merger and the plan of merger was approved by the shareholders as required by Chapter 35 of the North Carolina General Statutes.
- With respect to the merged corporation (check either a or b, as applicable):
a. Shareholder approval was not required for the merger.
b. Shareholder approval was required for the merger, and the plan of merger was approved by the shareholders as required by Chapter 35 of the North Carolina General Statutes.
- The merger is permitted by the law of the state or country of incorporation or organization of each foreign entity which is a party.
- Each foreign entity which is a party has complied or shall comply with the applicable laws of its state or country of incorporation or organization.
- (Complete only if applicable - see instructions.) The mailing address of the surviving foreign corporation is _____ The surviving foreign corporation will file a statement of any subsequent change in its mailing address with the North Carolina Secretary of State.
- These articles will be effective upon filing, unless a delayed date and/or time is specified: 11:55 P.M. CST 12/31/02
This is the 18th day of December, 2002

Conagra Foods, Inc.
Name of Corporation
Debra A. Keith
Signature
Debra Keith, Vice President, Inc
Type or Print Name and Title

CORPORATIONS DIVISION
(Revised January, 2002)

P. O. BOX 26022

RALEIGH, NC 27625-0622
Form 9-12

PLAN OF MERGER

Goodmark Foods, Inc. is a wholly owned subsidiary of ConAgra Foods, Inc. and shall be merged with and into ConAgra Foods, Inc. in accordance with the Delaware Corporation Law and other applicable state law. The issued shares of Goodmark Foods, Inc. shall not be converted in any manner, but each said share which is issued as of the effective date of the merger shall be surrendered and extinguished. The merger shall be effective as of 11:59 p.m. Central time on December 31, 2002.