08-18-1999



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RECORDATION	ON FORM COVER SHEET	
TRADEI	MARKS ONLY	
	Please record the attached original document(s) or copy(ies).	
Submission Type	Conveyance Type	
New	Assignment License	
Resubmission (Non-Recordation) Document ID # Correction of PTO Error Reel # Frame # Corrective Document Reel # Frame # Conveying Party	Security Agreement Nunc Pro Tunc Assignment Effective Date Month Day Year 07301999 Change of Name Other Mark if additional names of conveying parties attached Execution Date	
Name CSC BRANDS, INC.	Month Day Year	
Formerly		
Individual General Partnership	Limited Partnership XX Corporation Association	
Other		
XX Citizenship/State of Incorporation/Organizat	DELAWARE	
Receiving Party	Mark if additional names of receiving parties attached	
Name CSC BRANDS LP		
DBA/AKA/TA		
Composed of		
Address (line 1) Campbell Place		
Address (line 2)		
Address (line 3) Camden	New Jersey 08103-1799	
Individual General Partnership XX	State/Country Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an	
Corporation Association Other Other Other Incorporation/Organizatio	appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)	
Citizenship/State of Incorporation/Organization DELAWARE FOR OFFICE USE ONLY		
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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

U.S. Department of Commerce Patent and Trademark Office

TRADEMARK

FORM PTO- Expires 06/30/99 OMB 0651-0027	1618B	Paç	je 2		U.S. Department of Commerce Patent and Trademark Office TRADEMARK
	epresentative Nar	ne and Address	Enter for the first	Receiving Party	only.
Name					
Address (line 1)					
Address (line 2)					
Address (line 3)					
Address (line 4)					
Correspond	lent Name and Ad	dress Area Code and	d Telephone Number	856-342-6144	
Name	Wm. Charles Sau	nders, Esq.			
Address (line 1)	Legal Department	-			
Address (line 2)	Campbell Soup Co	ompany			
Address (line 3)	Campbell Place				
Address (line 4)	Camden, New Jers	sey 08103-1799			
Pages	Enter the total numb including any attach	. •	tached conveyance	document	# 2
	Application Numb	• •	* *		tional numbers attached
	Trademark Application Nu				• • •
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75316811	75349942	75438840	0299495	0354003	0382399
75445285	75451703	75472367	0424632	0507653	0600459
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	f Payment:	Enclosed XX	Deposit Account] '	
Deposit A (Enter for p	ACCOUNT ayment by deposit account	or if additional fees can b Deposit Accoun		#	
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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. Charges to deposit account are authorized, as indicated herein.

Statement and Signature

Bette J. Steele Name of Person Signing Signature

RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

Conveying Party Enter Additional Conveying Party	Mark if additional names of conveying parties attached Execution Date Month Day Year		
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	2191330 2204387 2224431		
	2226569 0195293		

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 MERGER, WHICH MERGES:

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

WITH AND INTO "CSC BRANDS LP" UNDER THE NAME OF "CSC BRANDS LP", A LIMITED PARTNERSHIP ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF JULY, A.D. 1999, AT 10:30 O'CLOCK A.M.

3073701 8100M

991317725



Edward J. Freel, Secretary of State

9898209

AUTHENTICATION:

08-02-99

DATE:

TRADEMARK REEL: 001949 FRAME: 0242

7-30-99

CERTIFICATE OF MERGER OF CSC BRANDS, INC. INTO CSC BRANDS LP dated: July 30, 1999

The undersigned limited partnership formed and existing under and by virtue of the Delaware Revised Uniform Limited Partnership Act, 6 Del.C. § 17-101, et seq. (the "Act"),

DOES HEREBY CERTIFY:

FIRST: The name and jurisdiction of formation or organization of each of the constituent entities which is to merge are as follows:

Name

Jurisdiction of Formation or Organization

CSC Brands, Inc.

Delaware

CSC Brands LP

Delaware

SECOND: An Agreement and Plan of Merger has been approved and executed in accordance with Section 17-211 of the Act and Section 263 of the General Corporation Law of the State of Delaware by (i) CSC Brands LP and (ii) CSC Brands, Inc.

THIRD: CSC Brands LP is the name of the surviving Delaware limited partnership.

FOURTH: The merger of CSC Brands, Inc. into CSC Brands LP shall be effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

FIFTH: The executed Agreement and Plan of Merger is on file at the principal place of business of the surviving limited partnership. The address of the principal place of business of the surviving limited partnership is Suite 102, 200 Continental Drive, Newark, DE 19713.

SIXTH: A copy of the Agreement and Plan of Merger will be furnished by the surviving limited partnership, on request and without cost, to any partner of CSC Brands LP and to any shareholder of CSC Brands, Inc.

CSC BRANDS LP

By: Campbell Finance 2 Corp.,

General Partner

By:

Name: Daniel T. Hays

Title: Vice President - Taxes

W:\CVD\CAMPBELL\Dolprop\cort.doc, July 29, 1999, 5:00 PM