

01-26-2001



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To the Honorable Commissioner of Patents and T.

101594815

nal documents or copy thereof.

1. Name of conveying party(ies): 1.8.01
Slim-Fast Foods Company

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____

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

2. Name and address of receiving party(ies)

Name: Conopco, Inc.

Internal Address: _____

Street Address: 390 Park Ave

City: New York State: NY ZIP: 10022

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State New York
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from assignment)
 Additional name(s) & address(es) _____

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: December 21, 2000

4. Application number(s) or patent number(s):

A. Trademark Application No.(s) _____

B. Trademark Regis: 01-08-2001
 U.S. Patent & TMO/TM Mail Rpt Dt. #47
please see attached

Additional numbers attached? Yes No

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

Name: Ken Leonard

Internal Address: Unilever - HPC

Street Address: 33 Benedict Place

City: Greenwich State: CT ZIP: 06830

6. Total number of applications and registrations involved: 12

7. Total fee (37 CFR 3.41).....\$ 315.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
03-1595

(Attach duplicate copy of this page if paying by deposit account)

01 FC:481 40.00 CH
 02 FC:482 275.00 CH

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.

Jennifer Davies Jennifer Davies January 8, 2001
 Name of Person Signing Signature Date

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

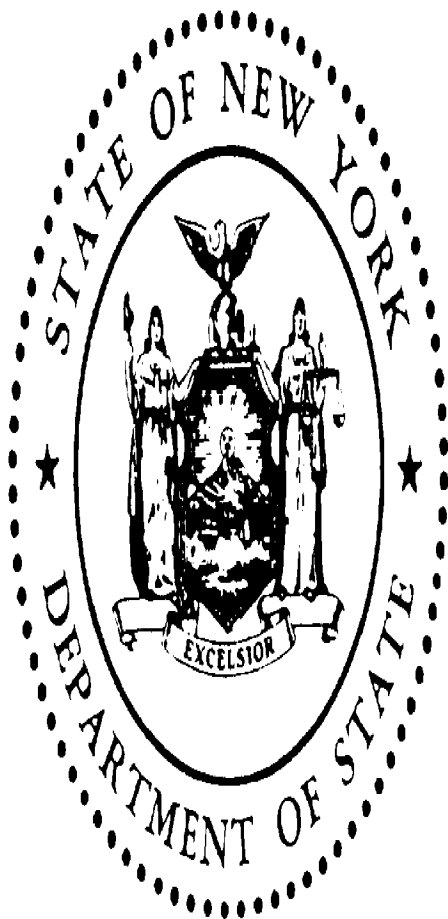
SCHEDULE A

TRADEMARK	REGISTRATION NO.
BALANCED NUTRITION FOR A HEALTHY LIFE	2,135,005
JUMPSTART	2,089,764
JUMP-START	1,857,453
MEAL ON THE GO	2,384,896
SLIM-FAST	1,358,816
SLIM-FAST	1,288,616
SLIM-FAST	1,102,508
SLIM-FAST JUMPSTART	2,217,725
ULTRA SLIM-FAST	1,888,193
ULTRA SLIM-FAST	1,714,573
ULTRA SLIM-FAST (Stylized)	1,596,001
ULTRA SLIM-FAST PLUS	1,742,108

State of New York }
Department of State } SS:

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on JAN 04 2001



A handwritten signature in black ink, appearing to read "J. Kleib", with a long horizontal flourish extending to the right.

Special Deputy Secretary of State

State of New York }
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

JAN 04 2001



A handwritten signature in cursive script, appearing to read "J. Clark", followed by a horizontal line extending to the right.

Special Deputy Secretary of State

DOS-1266 (5/96)

TRADEMARK
REEL: 002220 FRAME: 0463

F 001228000 189
07-07

CERTIFICATE OF MERGER
OF
SLIM-FAST FOODS COMPANY
INTO
CONOPCO, INC.

UNDER SECTION 904 OF THE BUSINESS CORPORATION LAW

We, the undersigned, A. Peter Harwich and David J. Strickland, III being respectively the vice-president and the assistant secretary of Conopco, Inc., and Ronald M. Soiefer and Anthony B. Radin being respectively the vice-president and the assistant secretary of Slim-Fast Foods Company hereby certify:

1. (a) The name of each constituent corporation is as follows:

Conopco, Inc., originally incorporated as ^{THE} Chesebrough Manufacturing Company New York
CONSOLIDATED

Slim-Fast Foods Company

Delaware

(b) The name of the surviving corporation is Conopco, Inc. and following the merger its name shall be Conopco, Inc.

2. As each constituent corporation, the designation and number of outstanding shares of each

class and series and the voting rights thereof as follows:

Name of Corporation	Designation and number of shares in each class or series outstanding	Class or series of shares entitled to vote	Shares entitled to vote as a class or series
Conopco, Inc.	100,011 Class A	Class A	100,011
Slim-Fast Foods Company	5,000,000 Class A	Class A	5,000,000

3. The date when the certificate of incorporation of each constituent corporation was filed

by the Department of State is as follows:

NAME OF CORPORATION	DATE OF INCORPORATION
CONOPCO, INC.	MAY 11, 1880

NAME OF CORPORATION	QUALIFICATION DATE	STATE/DATE OF INCORPORATION
SLIM-FAST FOODS COMPANY	OCTOBER 30, 1990	DELAWARE/MARCH 26, 1990

4. The merger was adopted by the New York constituent corporation in the following manner: As to Conopco, Inc. by the written consent of the shareholders given in accordance with Section 615 of the

Business Corporation Law, written notice having been duly given to nonconsenting shareholders as and to the extent required by such Section.

Slim-Fast Foods Company has complied with the applicable provisions of the laws of the State of Delaware in which it is incorporated and this merger is permitted by such laws. The manner in which the merger was authorized with respect to said corporation was by written consent of the board of directors and the sole stockholder.

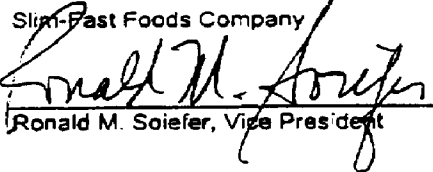
5. The merger shall be effective on the 31st day of December, 2000.

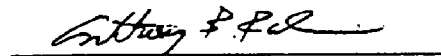
IN WITNESS WHEREOF, we have signed this certificate on the 21st day of December, 2000 and we affirm the statements contained therein as true under penalties of perjury.

Conopco, Inc.


A. Peter Harwich, Vice President


David J. Strickland, III, Assistant Secretary

Slim-Fast Foods Company

Ronald M. Soiefer, Vice President


Anthony B. Radin, Assistant Secretary

CT-07

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CERTIFICATE OF MERGER

OF

SLIM-FAST FOODS COMPANY

INTO

CONOPCO, INC.

UNDER SECTION 904 OF THE
BUSINESS CORPORATION LAW

DEC 20 10 34 AM '00

mc

jac

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED DEC 28 2000

TAX \$ _____
BY: *mc*

ny

UNILEVER UNITED STATES, INC.
390 PARK AVENUE
NEW YORK, NY 10022

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