

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/26/2004

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Choice One Foods		09/23/2004	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	ConAgra Foods Packaged Foods Company, Inc.
Street Address:	One ConAgra Drive
City:	Omaha
State/Country:	NEBRASKA
Postal Code:	68102
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	1913544	CHOICE MEAT COMPANY, INC.
Registration Number:	2100110	CHOICE ONE FOODS
Registration Number:	2115518	CHOICE ONE FOODS
Registration Number:	2314553	WE GET THE JOB DONE. YOU GET THE CREDIT.

CORRESPONDENCE DATA

Fax Number: (402)341-0216
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (402) 341-3070
 Email: psthenson@mnmk.com
 Correspondent Name: Patrick C. Stephenson
 Address Line 1: 1601 Dodge Street, Suite 3700
 Address Line 4: Omaha, NEBRASKA 68102

NAME OF SUBMITTER: Patrick C. Stephenson

OP \$115.00 1913544

Signature:

/PATRICK C. STEPHENSON/

Date:

04/05/2005

Total Attachments: 2

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Delaware

PAGE 1

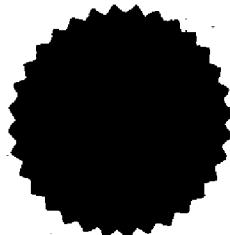
The First State

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:

"CHOICE ONE FOODS, INC.", A CALIFORNIA CORPORATION, WITH AND INTO "CONAGRA FOODS PACKAGED FOODS COMPANY, INC." UNDER THE NAME OF "CONAGRA FOODS PACKAGED FOODS COMPANY, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FOURTH DAY OF SEPTEMBER, A.D. 2004, AT 2 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE TWENTY-SIXTH DAY OF SEPTEMBER, A.D. 2004, AT 11:59 O'CLOCK P.M.

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



3808548 8100M

040692685

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3377247

DATE: 09-26-04

REEL: 003059 FRAME: 0785

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:55 PM 09/24/2004
FILED 02:00 PM 09/24/2004
SRV 040692685 - 3808348 FILE

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

CHOICE ONE FOODS, INC.
(A California Corporation)

INTO

CONAGRA FOODS PACKAGED FOODS COMPANY, INC.
(A Delaware Corporation)

It is hereby certified that:

1. **CONAGRA FOODS PACKAGED FOODS COMPANY, 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 **CHOICE ONE FOODS, INC.**, which is a business corporation of the State of California.
3. The laws of the jurisdiction of organization of **CHOICE ONE FOODS, INC.** permits the merger of a business corporation of that jurisdiction with a business corporation of another jurisdiction.
4. The Corporation hereby merges **CHOICE ONE FOODS, INC.** into the Corporation.
5. Set forth below is a copy of the resolution adopted on September 22, 2004, by the Board of Directors of the Corporation to merge the said **CHOICE ONE FOODS, INC.** into the Corporation:

RESOLVED, that Choice One Foods, Inc., a wholly owned subsidiary of ConAgra Foods Packaged Foods Company, Inc., be merged with and into ConAgra Foods Packaged Foods Company, Inc. in accordance with the Delaware Corporation Law and the California General Corporation Law. The issued shares of Choice One 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. on September 26, 2004.

6. The merger shall be effective on at 11:59 p.m. on September 26, 2004.

DATED: September 23, 2004.

**CONAGRA FOODS PACKAGED
FOODS COMPANY, INC.**

By: Debra L. Keith
Debra L. Keith, Vice President, Tax

TRADEMARK