

TRADEMARK ASSIGNMENT

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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/19/2001

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
State Fair Foods, Inc.		12/19/2001	CORPORATION: TEXAS

RECEIVING PARTY DATA

Name:	Bryan Foods, Inc.
Street Address:	One Churchill Road
City:	West Point
State/Country:	MISSISSIPPI
Postal Code:	39773
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2550175	STATE FAIR

CORRESPONDENCE DATA

Fax Number: (336)519-7312
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 3365197072
 Email: cpettitt@saralee.com
 Correspondent Name: Bruce O. Bradford
 Address Line 1: 1000 East Hanes Mill Road
 Address Line 2: IP Law Department
 Address Line 4: Winston-Salem, NORTH CAROLINA 27105

ATTORNEY DOCKET NUMBER:	STATE FAIR FOODS
NAME OF SUBMITTER:	S. Kathleen Frith
Signature:	/S. Kathleen Frith/

CH \$40.00 2550175

Date:

03/22/2006

Total Attachments: 3

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Office of the Secretary of State

CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that the attached articles of merger of

STATE FAIR FOODS, INC.
Domestic Business Corporation
[Filing Number: 19461000]

Into

BRYAN FOODS, INC.
Foreign Business Corporation
DE, USA
[Filing Number: 8553706]

have been filed in this office as of the date of this certificate.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate of merger.

Dated:12/19/2001

Effective:12/31/2001 @ 11:59PM



A handwritten signature in black ink, appearing to read "G. S. Connor", written over a horizontal line.

Geoffrey S. Connor
Assistant Secretary of State

ARTICLES OF MERGER

OF

STATE FAIR FOODS, INC.

INTO

BRYAN FOODS, INC.

FILED
Office of the
Secretary of State of Texas
DEC 19 2001
Corporations Section

To the Secretary of State
State of Texas

Pursuant to the provisions of Article 5.16 of the Texas Business Corporation Act, the foreign parent corporation herein named adopts the following articles of merger for the purpose of merging its Texas wholly-owned subsidiary corporation into said foreign parent corporation.

1. The name of the parent corporation is Bryan Foods, Inc., and the jurisdiction under which it is organized is the State of Delaware.
2. The name of the subsidiary corporation is State Fair Foods, Inc., and the jurisdiction under which it is organized is the State of Texas.
3. The number of outstanding shares of the subsidiary corporation is 1,000 shares of common stock, all of which are of one class, and all of which are owned by the parent corporation. The parent corporation and sole shareholder of the subsidiary has agreed to the merger by written consent.
4. The following is a copy of the resolution to merge the subsidiary corporation into the parent corporation as adopted by the Board of Directors of the parent corporation on December 19, 2001:

"NOW, THEREFORE, BE IT RESOLVED: That the Merger, in accordance with the terms and conditions set forth in the Agreement and Plan of Merger (the "Agreement"), the execution and delivery of which is authorized and approved in the next succeeding resolutions, be and the same is hereby authorized and approved.

FURTHER RESOLVED: That, the form, terms and provisions of the Agreement attached hereto as Exhibit A, and the Corporation's performance of its obligations under the Agreement are hereby, in all respects, approved."

5. The approval of the Agreement and Plan of Merger was duly authorized by all action required by the laws under which Bryan Foods, Inc. was incorporated and by its constituent documents.

1 - www.Corporations.com Texas, ...Articles of Merger (01) ...

6. The address of the registered office of the parent corporation in the jurisdiction under the laws of which it is governed is 2711 Centerville Road, Suite 400, City of Wilmington, County of New Castle, State of Delaware.

7 The merger herein provided for shall be effective in the State of Texas on the later of (i) the time and on the date of filing such documents as may be required under the GCL and BCL respectively, or (ii) 11:59 p.m. on December 31, 2001.

Executed on December 19, 2001

BRYAN FOODS, INC.

By: 
R. Henry Kleeman, Vice President