

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|-----------------------------|----------|----------------|-----------------------|
| Conagra Dairy Foods Company | | 09/23/2004 | CORPORATION: DELAWARE |

RECEIVING PARTY DATA

| | |
|-----------------|--|
| Name: | Conagra Foods Packaged Foods Company, Inc. |
| Street Address: | 770 North Springdale Road |
| City: | Waukesha |
| State/Country: | WISCONSIN |
| Postal Code: | 53186 |
| Entity Type: | CORPORATION: DELAWARE |

PROPERTY NUMBERS Total: 2

| Property Type | Number | Word Mark |
|----------------------|--------|-------------|
| Registration Number: | 120692 | JOAN OF ARC |
| Registration Number: | 75871 | LIEDERKRANZ |

CORRESPONDENCE DATA

Fax Number: (973)273-9430
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 973-424-5611
 Email: mtstewart@klettrooney.com
 Correspondent Name: Michael T. Stewart
 Address Line 1: 550 Broad Street
 Address Line 2: Suite 810
 Address Line 4: Newark, NEW JERSEY 07102

| | |
|-------------------------|--------------------|
| ATTORNEY DOCKET NUMBER: | CONAGRA |
| NAME OF SUBMITTER: | Michael T. Stewart |

OP \$65.00 120692

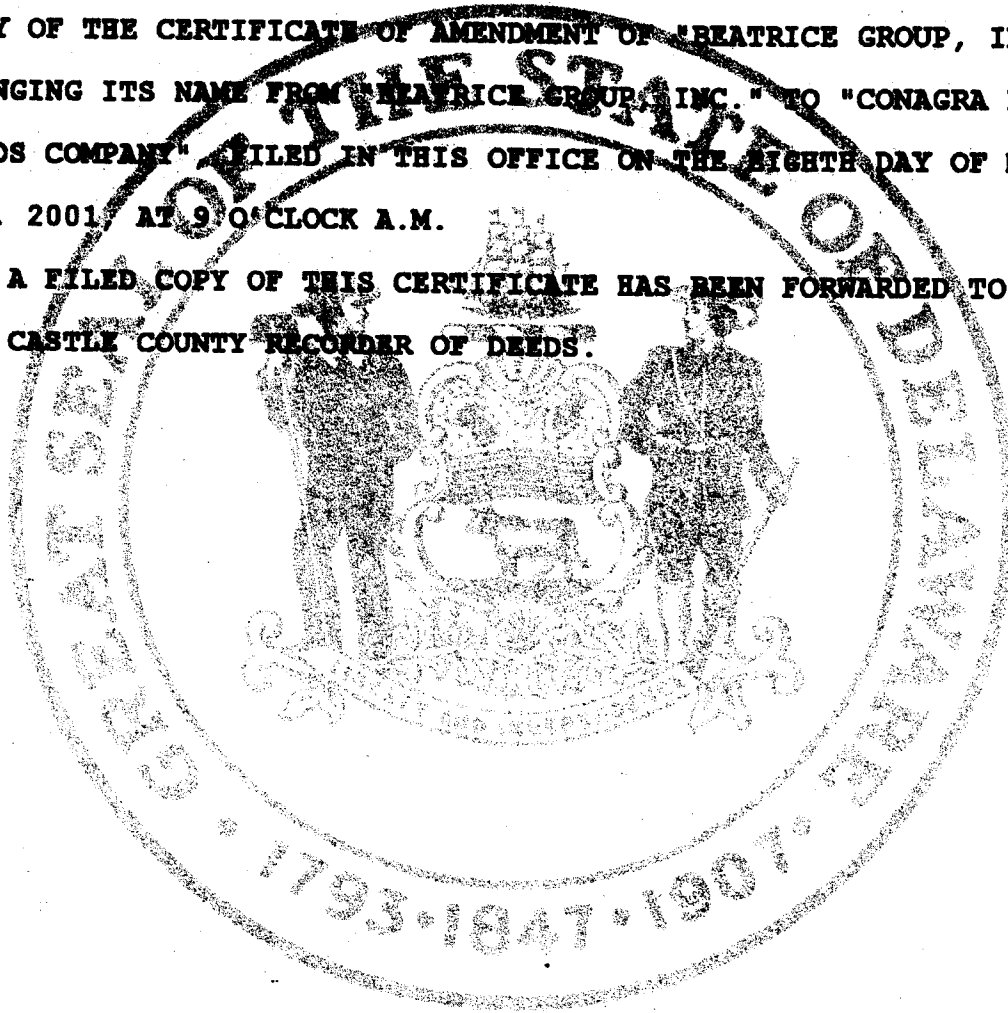
| | |
|---|----------------------|
| Signature: | /Michael T. Stewart/ |
| Date: | 06/15/2006 |
| Total Attachments: 7 source=conagra - Beatrice Name Change#page1.tif source=conagra - Beatrice Name Change#page2.tif source=Conagra - Beatrice#page1.tif source=Conagra - Beatrice#page2.tif source=Congra - packaged#page1.tif source=Congra - packaged#page2.tif source=Congra - packaged#page3.tif | |

State of Delaware
Office of the Secretary of State

PAGE 1

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 AMENDMENT OF "BEATRICE GROUP, INC.", CHANGING ITS NAME FROM "BEATRICE GROUP, INC." TO "CONAGRA DAIRY FOODS COMPANY" FILED IN THIS OFFICE ON THE EIGHTH DAY OF MARCH, A.D. 2001, AT 9 O'CLOCK A.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

2086168 8100

010116536

AUTHENTICATION: 1011808

DATE: 03-08-01

TRADEMARK

REEL: 003327 FRAME: 0932

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
BEATRICE GROUP, INC.

IT IS HEREBY CERTIFIED THAT:

1. The name of the corporation (hereinafter called the "corporation") is **BEATRICE GROUP, INC.**

2. The Certificate of Incorporation of the corporation is hereby amended by striking out the first article of the Certificate of Incorporation and by substituting in lieu of said first article in the following new first article:

FIRST: The name of the corporation is **CONAGRA DAIRY FOODS COMPANY.**

3. The Amendment of the Certificate of Incorporation herein certified has been duly adopted in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

Dated March 5, 2001.

BEATRICE GROUP, INC.

By: Debra R. Keith
Debra Keith, Vice President-Tax

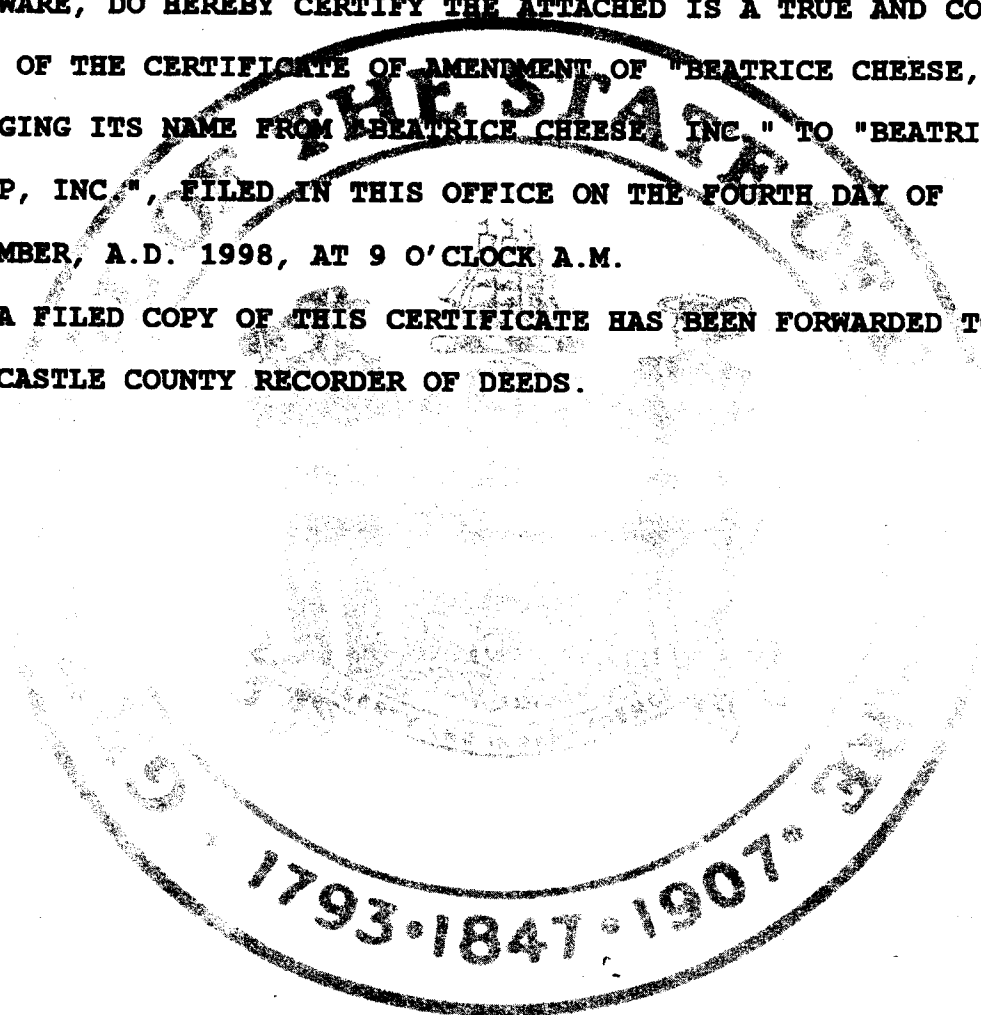
STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 03/08/2001
010116536 - 2086168
TRADEMARK

REEL: 003327 FRAME: 0933

State of Delaware
Office of the Secretary of State PAGE 1

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 AMENDMENT OF "BEATRICE CHEESE, INC.", CHANGING ITS NAME FROM "BEATRICE CHEESE, INC." TO "BEATRICE GROUP, INC.", FILED IN THIS OFFICE ON THE FOURTH DAY OF NOVEMBER, A.D. 1998, AT 9 O'CLOCK A.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

2086168 8100

981424589

AUTHENTICATION:

9387665

DATE:

11-04-98

TRADEMARK

REEL: 003327 FRAME: 0934

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
BEATRICE CHEESE, INC.

IT IS HEREBY CERTIFIED THAT:


1. The name of the corporation (hereinafter called the "corporation") is **BEATRICE CHEESE, INC.**
2. The Certificate of Incorporation of the corporation is hereby amended by striking out the first article of the Certificate of Incorporation and by substituting in lieu of said first article the following new first article:

FIRST: The name of the corporation is BEATRICE GROUP, INC.

3. The Amendment of the Certificate of Incorporation herein certified has been duly adopted in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

SIGNED AND ATTESTED TO ON October 28, 1998.

BEATRICE CHEESE, INC.

By: 
Debra Keith, Vice President Tax

ATTEST:



David Withers, Assistant Secretary

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"CONAGRA DAIRY FOODS COMPANY", A DELAWARE CORPORATION,

"CONAGRA GPC, INC.", A DELAWARE CORPORATION,

"IHF/GM HOLDING CORPORATION", A DELAWARE CORPORATION,

"LAMB-WESTON, INC.", A DELAWARE CORPORATION,

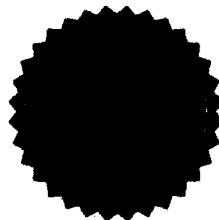
WITH AND INTO "CONAGRA FOODS PACKAGED FOODS COMPANY, INC." UNDER THE NAME OF "CONAGRA FOODS PACKAGED FOODS COMPANY, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, WAS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FOURTH DAY OF SEPTEMBER, A.D. 2004, AT 2:01 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE.

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.

2155432 8330

040758325



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3423479

DATE: 10-20-04

TRADEMARK
REEL: 003327 FRAME: 0936

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

**CONAGRA DAIRY FOODS COMPANY
CONAGRA GPC, INC.
IHF/GM HOLDING CORPORATION
LAMB-WESTON, INC.
(Each a Delaware Corporation)**

INTO

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

It is hereby certified that:

1. The name and state of incorporation of each of the constituent corporations of the merger is as follow:

| <u>NAME</u> | <u>STATE OF INCORPORATION</u> |
|---|-------------------------------|
| ConAgra Foods Packaged Foods Company, Inc. (hereinafter sometimes referred to as the "Corporation") | Delaware |
| ConAgra Dairy Foods Company | Delaware |
| ConAgra GPC, Inc. | Delaware |
| IHF/GM Holding Corporation | Delaware |
| Lamb-Weston, Inc. | Delaware |
| (hereinafter sometimes referred to together as the "Subsidiaries" or singularly as a "Subsidiary") | |

2. The Corporation is the owner of all of the outstanding shares of each class of stock of each Subsidiary.
3. The Corporation hereby merges each Subsidiary into the Corporation.

4. 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 Subsidiaries into the Corporation:

"RESOLVED, that each of ConAgra Dairy Foods Company; ConAgra GPC, Inc.; IHF/GM Holding Corporation; and Lamb-Weston, Inc. is a wholly owned subsidiary of ConAgra Foods Packaged Foods Company, Inc., and shall be merged with and into ConAgra Foods Packaged Foods Company, Inc. in accordance with the Delaware Corporation Law. The issued shares of each subsidiary 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. Each merger shall be effective as of 11:59 p.m. on September 26, 2004. "

5. The merger shall be effective as of 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