

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/24/2004

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Lamb-Weston, Inc.		09/24/2004	CORPORATION: DELAWARE

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: 1

Property Type	Number	Word Mark
Registration Number:	1488679	TATER BABIES

CORRESPONDENCE DATA

Fax Number: (503)595-5301
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 5035955300
 Email: ptotmdocket@klarquist.com
 Correspondent Name: Ramon A. Klitzke II
 Address Line 1: 121 SW Salmon Street
 Address Line 2: One World Trade Center, Suite 1600
 Address Line 4: Portland, OREGON 97204

ATTORNEY DOCKET NUMBER:	158-81198-01/RAK
NAME OF SUBMITTER:	Ramon A. Klitzke II
Signature:	/ramon a. klitzke II/

CH \$40.00 1488679

Date:

05/07/2008

Total Attachments: 3

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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:

"CONAGRA DAIRY FOODS COMPANY", A DELAWARE CORPORATION,

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

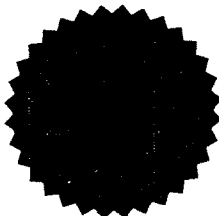
"IHF/GM HOLDING CORPORATION", A DELAWARE CORPORATION,

"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, AS 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 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.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3808548 8100M

040692704

AUTHENTICATION: 3377268

DATE: 09-28-04

TRADEMARK
REEL: 003773 FRAME: 0445

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:55 PM 09/24/2004
FILED 02:01 PM 09/24/2004
SRV 040692704 - 3808548 FILE

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