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U.S. Patent & TMO/TM Mail Rpt Dt. #10

Director of Patents and Trademarks: Please



by thereof.

1. Name of conveying party(ies):

Sovex Foods, Inc.
Post Office Box 2178
Collegedale, TN 37315

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State of Tennessee
☐ Other _____

Additional name(s) and address(es) attached? ☐ Yes ☒ No

3. Nature of conveyance:

- ☐ Assignment ☒ Merger
☐ Security Agreement ☐ Change of Name
☐ Other _____

Execution Date: July 4, 1998

2.

100989131

Name: McKee Foods Corporation

Internal Address: _____

Street Address: Post Office Box 750

City: Collegedale State: TN ZIP: 37315

- ☐ Individual(s) citizenship _____
☐ Association _____
☐ General Partnership _____
☐ Limited Partnership _____
☒ Corporation-State Tennessee
☐ 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) and address(es) attached? ☐ Yes ☒ No

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

A. Trademark Application No.(s)

75/142,888;

B. Trademark Registration No.(s)

1,187,892; 1,149,968

Additional numbers attached? ☐ Yes ☒ No

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

Name: Jocelyn G. Bolling

Internal Address: Suite 200

Street Address: 1330 Connecticut Avenue NW

City: Washington State: DC ZIP: 20036

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41): \$ 90

- ☒ Enclosed
☒ Authorized to be charged to deposit account

8. Deposit account number:

(For Any Deficiency) 04-1425

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

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.

Jocelyn G. Bolling

Name of Person Signing

Jocelyn G. Bolling
Signature

March 1, 1999

Date

Total number of pages comprising cover sheet: one (1)

OMB No. 0651-0011 (exp. 4/94)

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Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks

Box Assignments

Washington, D.C. 20231

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01 FC:481
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REEL: 1870 FRAME: 0401

ARTICLES OF MERGER OF
SOVEX FOODS, INC.
INTO MCKEE FOODS CORPORATION

93311-0120
SEC. 1 Pursuant to the provisions of Section 48-21-107 of the Tennessee Business Corporation Act, the undersigned corporations adopt the following Articles of Merger:

1. The Plan and Agreement of Merger (the "Plan") is attached to these Articles.
2. The approval of the shareholders of McKee Foods Corporation ("McKee") is not required, and the Plan was adopted by the board of directors on June 26, 1998.
3. Sovex Foods, Inc. ("Sovex"), is a wholly-owned subsidiary of McKee and approval of its shareholders and directors is not required.
4. McKee shall be the surviving corporation and the separate corporate existence of Sovex shall cease upon the effective date of these Articles of Merger.
5. These Articles of Merger shall become effective on July 4, 1998, at 12:01 a.m.

MCKEE FOODS CORPORATION

By: Jack C. McKee

Jack C. McKee
President and CEO

SOVEX FOODS, INC.

By: Glenn A. Fuller

Glenn A. Fuller
President and CEO

PLAN AND AGREEMENT OF MERGER
OF SOVEX FOODS, INC. INTO
McKEE FOODS CORPORATION

Pursuant to the provisions of Section 48-21-101 et seq. of the Tennessee Business Corporation Act ("TBCA"), and specifically Section 48-21-105 of the TBCA, the undersigned corporations adopt the following Plan and Agreement of Merger:

1. Merger. McKee Foods Corporation ("McKee") owns 100% of the outstanding stock of Sovex Foods, Inc. ("Sovex"). McKee and Sovex are Tennessee corporations. On the Effective Date, as defined in Section 4 hereof, Sovex shall be merged into McKee (the "Merger"). McKee shall be the surviving corporation and the separate corporate existence of Sovex shall cease upon the Effective Date.

2. Manner and Basis of Converting Shares. On the Effective Date, each issued and outstanding share of stock of Sovex shall, by virtue of the Merger and without any action on the part of the record holder thereof, be extinguished and cancelled. The shares of McKee shall not be affected.

3. Effect of Merger. On the Effective Date: (i) the separate existence of Sovex shall cease and Sovex shall be merged with and into McKee as the surviving corporation, with the effects set forth in Section 48-21-108 of the TBCA. McKee shall then possess all of the rights, privileges, powers, immunities, purposes and franchises, both public and private, of Sovex; (ii) title to all real estate and other property owned by Sovex shall be vested in McKee without reversion or impairment; (iii) all liabilities of Sovex shall be assumed by and be the responsibility of McKee; (iv) any proceeding pending against either Sovex or McKee may be continued as if the Merger did not occur or McKee may be substituted in the proceeding for Sovex; and (v) the rights of creditors, and liens upon or security interests in the property, of Sovex shall not be impaired by the Merger. If at any time after the Effective Date, McKee shall consider or be advised that any further assignment or assurances are necessary or desirable to vest in McKee the title of any property or rights of Sovex, the directors and officers of Sovex shall have the authority to execute and make all such proper assignments and assurances and to do all things necessary or proper to vest title in such property or rights in McKee and to otherwise carry out the purposes of this Plan of Merger.

4. Effective Date. As used in this Plan and Agreement of Merger, the term "Effective Date" shall mean July 4, 1998, at 12:01 a.m.

IN WITNESS WHEREOF, the undersigned corporations have caused this Plan and Agreement of Merger to be executed by their duly authorized officers this 26th day of June, 1998.

McKEE FOODS CORPORATION

By: Jack C. McKee
Jack C. McKee
President and CEO

SOVEX FOODS, INC.

By: Glenn A. Fuller
Glenn A. Fuller
President and CEO

Secretary of State

Corporations Section

James K. Polk Building, Suite 1800

Nashville, Tennessee 37243-0306

ISSUANCE DATE: 02/25/1999
REQUEST NUMBER: 99056056

CHARTER/QUALIFICATION DATE: 05/29/1969
STATUS: MERGED
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0029302
JURISDICTION: TENNESSEE

TO:
DORSEY & WHITNEY LLP
AT: JOCELYN BOLLING
1330 CONNECTICUT AVE
WASHINGTON, DC 20036

REQUESTED BY:
DORSEY & WHITNEY LLP
AT: JOCELYN BOLLING
1330 CONNECTICUT AVE
WASHINGTON, DC 20036

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"SOVEX FOODS, INC."

WAS INCORPORATED OR QUALIFIED TO DO BUSINESS IN THE STATE OF TENNESSEE ON THE
ABOVE DATE, AND THAT THE ATTACHED DOCUMENT(S) WAS/WERE FILED IN OFFICE ON THE
DATE(S) AS BELOW INDICATED:

REFERENCE NUMBER	DATE FILED	FILING TYPE	FILING ACTION
3531-0190	07/02/1998	MERGER	NAM DUR STK PRN OFC AGT INC MAL FYC

FOR: REQUEST FOR COPIES

ON DATE: 02/25/99

FEES

FROM:
DORSEY & WHITNEY LLP (WASHINGTON)
1330 CONNECTICUT AVE
SUITE 200
WASHINGTON, DC 20036-0000

RECEIVED: \$20.00 \$0.00
TOTAL PAYMENT RECEIVED: \$20.00

RECEIPT NUMBER: 00002442182
ACCOUNT NUMBER: 00235700



Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE

SS-4458
RECORDED: 03/01/1999

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