06-07-2002

Form **PTO-1594** (Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

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HEET LY U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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Tab Settings CD CD CD	<u> </u>
To the Honorable Commissioner of Patents and Trademarks: P	Please record the attached original documents or copy thereof.
1. Name of conveying party(ies):  FORD GUM & MACHINE COMPANY, INC.    6-4-02	2. Name and address of receiving party(ies)  Name: Ford Gum & Machine Company, Inc.  Internal Address:  Street Address: 18 Newton Avenue  City: Akron State: NY Zip: 14001
OtherAdditional name(s) of conveying party(ies) attached? • Yes • No	Individual(s) citizenship  Association  General Partnership
3. Nature of conveyance:  ☐ Assignment ☐ Security Agreement ☐ Other  Execution Date: 6/10/97	Corporation-State Illinois  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) & address(es) attached? Yes No
4. Application number(s) or registration number(s):  A. Trademark Application No.(s)  Additional number(s) att	B. Trademark Registration No.(s) 937,259  ached Yes No
5. Name and address of party to whom correspondence concerning document should be mailed:  Name: Eric S. Wachspress	6. Total number of applications and registrations involved:
Internal Address: Myron E. Siegel & Associates, Ltd.	7. Total fee (37 CFR 3.41)
Street Address: 1727 North Natoma Avenue	8. Deposit account number:
City: Chicago State: IL Zip:60707	(Attach duplicate copy of this page if paying by deposit account)
	THIS SPACE
<ul> <li>9. Statement and signature.</li> <li>To the best of my knowledge and belief, the foregoing inform copy of the original document.</li> <li>Eric S. Wachspress</li> </ul>	nation is true and correct and any attached copy is a true
	ignature
Total number of pages including cov	ver sheet, attachments, and document:

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.G. 20231 fax from Webley

JAN-FEB. 4. 2002 10: 14AM ENACH F	ORD GUM	721 TO: 0475730 VO. 448 P. 2/2008
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Rom PTO-1594 (Rev. 03/01) OMB No. 0851-0027 (engl: \$1\$1)	ANGE SETRAPEMA	
1 ab actunga □□□□	<u> </u>	
		Please record the attached original documents or copy thereof.
1. Name of conveying party(in FORD GUM + MA INC	ESINE COMPANY,	2. Name and addressed receiving party(ses) Name: FORDGURT MACHINE CONTANY, Internal
Individual(s) General Partnership	Association  Limited Partnership	Street Address: 18 NEWTON AVE.
Cerporation-State N	9	City: <u>AKRON</u> State <u>MY</u> Zip: <u>1900</u>
	g party(ies) attached? Yes N	Association Gentral Partnership
3. Nature of conveyance:	No.	Umited Parinership
Assignment Security Agraement	Merger Change of Name	Corporation-State ILLINO15
l Tother		Other  If sasgnes is not denicted in the United States, a domestic
Execution Date: 6110	/97	representative designation is attached: Yas X No (Designations seest be a separate document from exergment) Additional name(s) & otdows( oc) attached? Yas X
4. Application number(s) or n	egistration number(s):	0.777
A. Trademark Application (	Na.(5)	B. Trademark Registration No.(s) 937259
	Additional number(s)	altached Yes X No
5. Name and address of part concerning document should	y to whom correspondence be mailed:	6. Total number of applications and registrations involved:
Name: <u>ERIC WAC</u> Internal Address: <u>MYRC</u>		7. Total lee (37 CFR 3.41)
+ ASSOCIATE		Enclosed
		Authorized to be charged to deposit account
Street Address: 1727	N. NATONBACE	8, Deposit account number:
City: CHI CAGO Sta	ale: <u>//</u> Zip: <u>60767</u>	
9. Signature.	DO NOT US	E THIS SPACE
	7	1001 -11
876446DB.600		71/eld 2/4/01
Name of Person Sign	<b>*</b>	Signature Date Descriptions, and documents
	Mail documents to be recorded w	th required cover shoot information to:
1/2002 LINELLER 00000214 937259		Trademarie, Baix Assignments n., D.C. 20231

REEL: 002519 FRAME: 0965

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	BCA-11.25	ARTICLES OF CONSOLIDATION O		File #		
Seci Dep Sprii	rge H. Ryan retary of State artment of Business Services ngfield, IL 62738			This space for use by		
Remords ords Filting const	phone (217) 762-6961  DO NOT SEND CASH!  it payment in check or money r, payable to "Secretary of State."  Fee is \$100, but if merger or clidation of more than 2 corpo- ns, \$50 for each additional cor-			Secretary of State  Date  Fling Fee \$  Approved:		
pora	Names of the corporations pro	merge posing to continuents exchange shered	, and the state or co	urthy of their incorporation:		
<b>U</b>	Name of Corpor	<b>ation</b>	State or Country Of Incorporation	Corporation File No.		
PO	RD GUM AND MACHINE	COMPANY, INC.	New York	970529000356		
AK	RON CONFECTIONS, INC	4	Illinois	5934-891-4		
2.	2. The laws of the state or country under which each corporation is incorporated permit such merger, consolidation or exchange.					
3.	(a) Name of the soquiring	corporation: AKROW C	COMPECTIONS, IN	ic.		
<del></del>	(b) it shall be governed by the taws of: Illinois					
4.	Plan of consolidation is as i enchange	cilous:				

If not sufficient space to cover this point, add one or more sheets of this size.

AKRON CONFECTIONS, INC. ("Akron") will own 100% of the issued and outstanding common stock of FORD GUMMAND MACHINE COMPANY, INC. ("Ford") and will marge all of Ford's assets into Akron, subject to liabilities.

mercer

consolidation was approved, as to each corporation not organized in filmois, in compliance with the taws of the state under which it is organized, and (b) as to each lititois corporation. as follows:

(The following items are not epplicable to mergers under §11.30 —90% owned subsidiary provisions. See Article 7.)

(Only "X" one box for each corporation)

By the shareholders, a resolation of the board of directors having been duly adopted and submitted to a vote at a meeting of sharehalders. Not tope than the minimum number of votes required by statute and by the enicles of incorporation voted in fever of the action **ta**icen.

各11.20

By willian consent of the starcholders having notless than the minimum number of votes required by shatute and by the articles of incorporation. Shareholders who have notconsented in writing have been given notice in accordance with \$7.10 (\$11,220)

By written consent of ALL the shareholders emitted to vote on the action. in accordance with § 7.10 & § 11.20

Name of Corporation		
1		
	0	
	 0	

(Not applicable if surviving, new or acquiring corporation is an Elinois corporation)

It is agreed that, upon and after the insurance of a cartificate of merger, consolidation or exchange by the Secretary of State of the State of Alineis:

- The surviving, new execquiring corporation may be served with process in the State of Ulinois in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange and in any propeeding for the enforcement of the tights of a dissenting shareholder of any such corporation organized under the laws of the State of Illinois against the surviving, new or acquiring corporation,
- The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving, new or acquiring corporation to accept service of process in any such proceedings, and
- The surviving, new, or acquiring corporation will promptly pay to the disserting shareholders of any corporation organized under the laws of the State of Minois which is a party to the marger, consolidation or exchange the amount, if any, to which they shall be entitled under the provisions of "The Business Corporation Act of 1983" of the State of Illinois with respect to the rights of dissenting shareholders.

<b>7.</b>	(Complete this item if reporting a marger under § 11.30-60% owned subsidiar	y provisions.i
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		Total Num	ber of Shares	No synthese and Gibba-		
			tanding	Danted jumps increded di 2081	es of Each Class	
	Name of Corporation		ch Class	Merger by the P	Owned Immediately Prior to Merger by the Parent Corporation	
FORD	GON AND NACHINE	3,000	Common	3,000 Common		
	ANY, INC.				Commen	
- CTRE						
b.	(Not applicable to 100%	facir chiedre hemm				
***	The date of mailing a copy		notice of the rigist to d	issent to the sharehold	lers of <b>each</b> mem	
	subsidiary corporation w		, 18 _ 97			
	A44			herdha haldwa afaRib	•	
	Was written consent for th		rorane 30-day period **El Yes     No		chestrucial eus	
	of all subsidiary corporati	icia iacoltet:	71 162 Liter	•		
	Iff the answer is "No," the	. when it to solitor at the	distant of Manner may	court has stalked and the	n Corretons of G	
	until after 30 days followi					
ر	the shareholders of each					
ノ	the shareholders of each	merging subsidiary con	oration.)		_	
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(Type or Print Name and Title)

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**REEL: 002519 FRAME: 0968** 

# WAIVER OF NOTICE AND ACTION BY THE BOARD OF DIRECTORS

### BY UNANIMOUS WRITTEN CONSENT

The undersigned, being all of the members of the board of directors of Alaron Confections, Inc., an Illinois corporation, do hereby waive all notices required to be given and agree and consent by this writing, in lieu of a meeting, to the following action and to adopt the following resolutions and do hereby direct the secretary of this corporation to file a copy of this consent and waiver with the minutes of the corporation:

RESOLVED, THAT the board of directors of this corporation has in the following order, elected to the respective offices set forth below, the following individuals:

(i) President and Chairman of the Board George Stege

(ii) Vice President, Socretary and Treasurer

John Kennelly

(iii) Vice President

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No further actions were taken on this date.

Date: June 10, 1997

Place: Chicago, IL,

Being all of the Directors of the

Corporation.

Form BCA-10.30  v. Jan. 1996)  George H. Riyan Secretary of State Department of Business Services Springfield, IL. 62756 Telephone (217) 782-1882  Remit payment in check or money order, payable to "Secretary of State."  The filing fee for addles of amendment - \$25.00		ARTICLES OF AMENDMENT	File#			
			rus #			
			SUPMIT IN DUPLICATE			
		•	This space for use by Secretary of State Date			
		•	Franchise Tax \$ Filing Fee* \$ Penalty \$ Approved:			
_	CORPORATE MARKET NO	on Confections. Inc.				
1,	COULOW! E source Total	OH DEAL PONDUIS AMOI	(Note 1)			
2.	MANNER OF ADOPTION O		1-			
	The following amendmen	t of the Articles of tacoxposation was adopted on	June /0			
	19 <u>97</u> in the manner	indicated below. ("X" one box only)				
	By a majority of the incorp have been elected;	orators, provided no <b>directors were name</b> d in the artic				
	The same and the beauti	and discussions. In a normal party will be produced to the stem of	. (Note 2)			
•	as of the time of adoption	of directors, in accordance with Section 10.10, the c of this amendment;	odocenow wavel associate to arithes			
•	٠	·	(Note 2)			
		By a majority of the board of directors, in accordance with Section 10.15, shares having been issued but shareholder action not being required for the adoption of the amendment;				
•	adopted and submitted to	(Note 9) By the shareholders, in accordance with Section 18.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number of				
	votes required by statute and by the articles of incorporation were voted in favor of the amendment; (Note 4)					
•	duly adopted and submits less than the minimum ru	By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Stareholders who have not consented in writing have been given notice in accordance with Section 7.10;				
-	By the shareholders, in ac	cordance with Sections 10,20 and 7,10, a resolution ( ted to the shareholders. A consent in writing has b	(Noise 4 & 5) If the board of directors having been			
_			(Note 5)			
3.	TEXT OF AMENDMENT:	e a name abanya funció lha para contembra com	t talau tion Dans O des ell eller			
<ol> <li>When amendment affects a name ch amendments.</li> </ol>		a reduce crassins, service die sien custorisme litting	i vaum. Our rage & let all other			
	Article i: The name of the	e corporation is:				
4	Car +		•			
	Ford Gum and Na	chine Company, Inc.				
~	(NEW MALE)					

All-changes other than name, include on page 2 (over)

**TRADEMARK** 

**REEL: 002519 FRAME: 0970** 

### **Text of Amendment**

b. (If amendment affects the corporate purpose, the amended purpose is required to be set forth in its entirety. If there is not sufficient space to do so, add one or more sheats of this size.)

## Paragraph 4.2: is amended to progide

- (a) that all classes of stock shall have pre emptive rights.
- (b) It shall take a majority of 51% of the issued and outstanding common stock to pass any resolution of the corporation, unless a higher majority is required by statute.
  - (c) All voting share be on a non-cumulative basis.

Page 2

	The manner, if not set forth in Article Sh, in which any ex- or a reduction of the number of authorized shares of an provided for or effected by this amendment, is as follow	y class below the number of leaved shares of that class
<b>.</b>	(a) The manner, if not set forth in Article Sb, in which sa capital (Paid-in capital replaces the terms Stated Capit accounts) is as follows: (If not applicable, Insert Wo cha	al and Paid-in Surplus and is equal to the total of thes
	(b) The amount of paid in capital (Paid in Capital replaces to the total of these accounts) as changed by this amend	
	- <b>-</b>	Before Amendment .After Amendment
	· Paid-in-Capital	5
	Dated June Dated Tune 1997  attested by Spotster' or Assistant Secretary	Akron Confections Inc. (Exact Name of Corporation at date of execution) by
	John Kennelly	George Stege
	(Type or Prize Name and Title)	(Type or Print Name and Title)
•	if amendment is authorized pursuant to Section 10.10 by the in or paint name and site.	corporators, the incorporators must sign below, and type
	<b>CR</b>	
	If amendment is authorized by the directors pursuant to Section directors or such directors as energible designated by the board	on 10.10 and there are no officers, then a majority of the i, study sign below, and type or print name and title.
:•	The undersigned affirms, under the penalties of paguy, that t	he facts stated herein are true.
	Dated	
_		
-		
	•	

#### **NOTES and INSTRUCTIONS**

- NOTE 1: State the true-exact corporate name as it appears on the records of the office of the Secretary of State, BEFORE any amendments herein reported.
- NOTE 2: Incorporators are permitted to adopt amendments ONLY before any shares have been issued and before any directors have been named or elected.

  (§ 10.10)
- NOTE 3: Directors may adopt amendments without chareholder approval in only seven instances, as follows:
  - (a) to remove the names and addresses of directors gamed in the articles of incorporation;
  - (b) to remove the name and address of the initial segistered agent and registered office, provided a statement pursuant to § 5.10 in also filed;
  - (c) to increase, decrease, create or attribute the per value of the shares of any class, so long as no class or series of shares is adversely affected.
  - (d) to split the issued whole shares and unissued authorized chares by multiplying them by a whole number, so long as no class or series is adversely affected thereby;
  - (e) to-change the corporate name by substituting the word "corporation", "incorporated", "company", "limited", or the abbreviation "corp.", "inc.", "co.", or "itd." for a similar word or abbreviation in the name, or by adding a geographical attribution to the name;
  - (i) to reduce the authorized shares of any class pursuant to a concellation statement filed in accordance with \$ 9.05.
  - (g) to restate the articles of incorporation as currently amended.

(§ 10.15)

NOTE 4: All amendments not adopted under § 10.10 or § 10.15 require (1) that the board of directors adopt a reachifion setting forth the proposed amendment and (2) that the shareholders approve the amendment.

Shareholder approval may be (1) by vote at a shareholders' meeting (either annual or special) or (2) by consent, in writing, without a meeting.

To be adopted, the amendment must receive the affirmative vote or consent of the holders of at least 2/3 of the outstanding-shares entitled to vote on the amendment (but if class voting applies, then also at least a 2/3 vote within each class is required).

The articles of incorporation may supersede the 2/3 vote requirement by specifying any armiller or larger vote requirement not less than a majority of the cutatanding shares entitled to vote and not less than a majority within each class when class voting applies.

(§ 10.20)

NOTE 5: When shareholder approval is by consent, all shareholders must be given notice of the proposed amendment at least 5 days before the consent is signed. If the amendment is adopted, shareholders who have not signed the consent must be promptly notited of the passage of the amendment.

(\$6 7.10 & 10.20)

C-173.9

RECORDED: 06/04/2002