

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Foxy Foods, LLC		07/13/2007	LIMITED LIABILITY COMPANY: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Taylor Fresh Vegetables, Inc.		
<b>Street Address:</b>	911-B Blanco Circle		
<b>City:</b>	Salinas		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	93902		
<b>Entity Type:</b>	CORPORATION: CALIFORNIA		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	77038862	FOXYVENT	
<b>Registration Number:</b>	2684582	SALAD CUP	
<b>Registration Number:</b>	2982399	WHOLESOME GARDEN	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(949)451-4220		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	949-451-3800		
<b>Email:</b>	dsegal@gibsondunn.com		
<b>Correspondent Name:</b>	David A. Segal		
<b>Address Line 1:</b>	4 Park Plaza, 15th Floor		
<b>Address Line 4:</b>	Irvine, CALIFORNIA 92614		
<b>ATTORNEY DOCKET NUMBER:</b>	92434-00031		
<b>NAME OF SUBMITTER:</b>	David A. Segal		

CH \$90.00 77038862

Signature:

/david a. segal/

Date:

07/25/2007

Total Attachments: 3

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# State of California Secretary of State

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

JUL 13 2007

DEBRA BOWEN  
Secretary of State

3006300

**ENDORSED - FILED**  
in the office of the Secretary of State  
of the State of California

**ARTICLES OF INCORPORATION  
WITH STATEMENT OF CONVERSION**

**JUL 18 2007**

**OF**

**TAYLOR FRESH VEGETABLES, INC.  
(a Converted Corporation)**

**ARTICLE I**

The name of this corporation is Taylor Fresh Vegetables, Inc.

**ARTICLE II**

The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

**ARTICLE III**

The name of this corporation's initial agent for service of process is:

Corporation Service Company, which will do business in California as  
CSC-Lawyers Incorporating Service

**ARTICLE IV**

The corporation is authorized to issue only one class of shares of stock; and the total number of shares which this corporation is authorized to issue is one thousand (1,000), all of which will be designated Common Stock.

**ARTICLE V**

The liability of the directors of the corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.

**ARTICLE VI**

The corporation is authorized to provide indemnification of agents (as defined in Section 317 of the California Corporations Code) for breach of duty to the corporation and its shareholders through bylaw provisions or through agreements with the agents, or through shareholder resolutions, or otherwise, in excess of the indemnification otherwise permitted by Section 317 of the California Corporations Code, subject to the limits on such excess indemnification set forth in Section 204 of the California Corporations Code.

**ARTICLE VII**

The corporation reserves the right to amend, alter or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by law, and all rights

**TRADEMARK**

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and powers conferred by these Articles of Incorporation on shareholders, directors and officers are granted subject to this reservation; provided, however, any repeal or modification of the provisions of Articles V, VI or this VII, shall not adversely affect any right to limitation of liability of a director or indemnification of agents of the corporation relating to acts or omissions occurring prior to such repeal or modification.

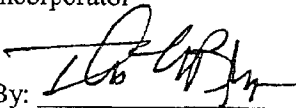
**ARTICLE VIII**  
**(Statement of Conversion)**

The name of the converting California limited liability company is Foxy Foods, LLC. The limited liability company's California Secretary of State file number is 200010510161. The principal terms of the plan of conversion were approved by a vote of the sole member, which equaled or exceeded the vote required under Section 17540.3 of the California Corporations Code. There is one class of members entitled to vote and the percentage vote required is a majority in interest of the members. The limited liability company is converting into a California stock corporation.

It is hereby declared that I am the person who executed this instrument, which execution is my act and deed.

Dated: July 13, 2007

TAYLOR FRESH FOODS, INC.,  
Sole Member of Foxy Foods, LLC and  
Incorporator

By: 

Thomas M. Bryan  
Chief Financial Officer and Secretary

