

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                       |                |
|-----------------------|----------------|
| SUBMISSION TYPE:      | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | CHANGE OF NAME |

**CONVEYING PARTY DATA**

| Name               | Formerly | Execution Date | Entity Type           |
|--------------------|----------|----------------|-----------------------|
| Tree of Life, Inc. |          | 01/29/2010     | CORPORATION: DELAWARE |

**RECEIVING PARTY DATA**

|                 |                                     |
|-----------------|-------------------------------------|
| Name:           | Tree of Life, LLC                   |
| Street Address: | 405 Golfway West Drive              |
| City:           | St. Augustine                       |
| State/Country:  | FLORIDA                             |
| Postal Code:    | 32095                               |
| Entity Type:    | LIMITED LIABILITY COMPANY: DELAWARE |

**PROPERTY NUMBERS Total: 38**

| Property Type        | Number   | Word Mark               |
|----------------------|----------|-------------------------|
| Serial Number:       | 77801082 | A SENSE OF TASTE        |
| Registration Number: | 1625323  | AMERICAN NATURAL SNACKS |
| Registration Number: | 2348865  | BAKER'S ROW             |
| Registration Number: | 0992089  | BONAVITA                |
| Registration Number: | 2659269  | CANOPY                  |
| Registration Number: | 2990466  | CARBCARE                |
| Registration Number: | 1823021  | COOKIE LOVER'S          |
| Serial Number:       | 77811286 | EITZ CHAIM              |
| Registration Number: | 1663520  | ESCULENT                |
| Registration Number: | 1758011  | GOURMET AWARD           |
| Registration Number: | 1856349  | HARVEST MOON            |
| Serial Number:       | 77801527 | HARVEST MOON            |
| Registration Number: | 1710896  | HEALTHY                 |
| Registration Number: | 0609425  | LION CROSS              |

CH \$965.00 77801082

|                      |          |   |
|----------------------|----------|---|
| Registration Number: | 1586991  | LION CROSS                              |
| Registration Number: | 1560035  | OLD STONE MILL                          |
| Registration Number: | 1970637  | ONE POT COFFEE                          |
| Registration Number: | 2542292  | PREMIO AL SABOR                         |
| Registration Number: | 2030803  | READY GROUND                            |
| Serial Number:       | 77632314 | SAGE VALLEY                             |
| Registration Number: | 2466173  | SOY WONDER                              |
| Registration Number: | 3336056  | SMART ASSORTMENT                        |
| Registration Number: | 3397829  | SMART ASSORTMENT A TREE OF LIFE PROGRAM |
| Registration Number: | 2749712  | THE SOURCE!                             |
| Registration Number: | 2686270  | THE SOURCE!                             |
| Serial Number:       | 77461573 | SUNSHINE ACRES                          |
| Registration Number: | 2915125  | SWIGGIT                                 |
| Serial Number:       | 77607431 | TERRA SUMMA                             |
| Registration Number: | 1559965  | TREE OF LIFE                            |
| Registration Number: | 2362993  | TREE OF LIFE                            |
| Registration Number: | 2976215  | TREE OF LIFE                            |
| Registration Number: | 1253107  | TREE OF LIFE                            |
| Registration Number: | 1559979  | TREE OF LIFE                            |
| Registration Number: | 2989504  | TREE OF LIFE                            |
| Registration Number: | 1649597  |   |
| Registration Number: | 2172951  |   |
| Registration Number: | 1693436  | TWIN MOUNTAIN                           |
| Registration Number: | 1669605  | VENECIA                                 |

**CORRESPONDENCE DATA**

Fax Number: (415)591-1400  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 415-591-1000  
Email: trademarksSF@winston.com  
Correspondent Name: Kimberly A. Eckhart c/o Winston & Strawn  
Address Line 1: 101 California Street  
Address Line 2: Suite 3900  
Address Line 4: San Francisco, CALIFORNIA 94111-5894

ATTORNEY DOCKET NUMBER: 010802.00004

NAME OF SUBMITTER: Kimberly A. Eckhart

|   |                       |
|---|-----------------------|
| Signature:  | /Kimberly A. Eckhart/ |
| Date:   | 02/03/2010            |
| Total Attachments: 5<br>source=Tree of Life-DE-Inc-LLC-Conversion#page1.tif<br>source=Tree of Life-DE-Inc-LLC-Conversion#page2.tif<br>source=Tree of Life-DE-Inc-LLC-Conversion#page3.tif<br>source=Tree of Life-DE-Inc-LLC-Conversion#page4.tif<br>source=Tree of Life-DE-Inc-LLC-Conversion#page5.tif |                       |

# Delaware

PAGE 1

*The First State*

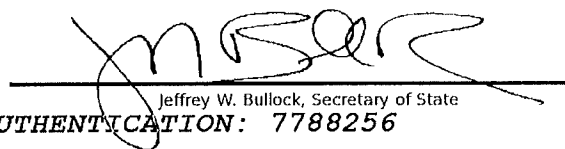
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "TREE OF LIFE, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "TREE OF LIFE, INC." TO "TREE OF LIFE, LLC", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF JANUARY, A.D. 2010, AT 2:34 O'CLOCK P.M.

2106223 8100V

100088016

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7788256

DATE: 01-29-10

TRADEMARK  
REEL: 004143 FRAME: 0527

# Delaware

PAGE 2

*The First State*

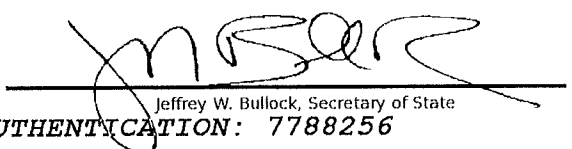
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "TREE OF LIFE, LLC" FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF JANUARY, A.D. 2010, AT 2:34 O'CLOCK P.M.

2106223 8100V

100088016

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7788256

DATE: 01-29-10

TRADEMARK  
REEL: 004143 FRAME: 0528

**CERTIFICATE OF CONVERSION  
CONVERTING  
TREE OF LIFE, INC.  
(a Delaware corporation)  
INTO  
TREE OF LIFE, LLC  
(a Delaware limited liability company)**

---

PURSUANT TO SECTIONS 266 OF THE GENERAL CORPORATION LAW AND  
SECTION 18-214 OF THE LIMITED LIABILITY COMPANY ACT OF  
THE STATE OF DELAWARE

---

Tree of Life, Inc., a Delaware corporation (the "Company"), does hereby execute this Certificate of Conversion to convert the Company into a Delaware limited liability company, pursuant to the General Corporation Law of the State of Delaware (8 Del. C. §101, et. seq.) (the "DGCL") and the Delaware Limited Liability Company Act (6 Del. C. §18-101, et. seq.) (the "DLLCA"):

**FIRST:** The Company was duly incorporated in the State of Delaware pursuant to the DGCL on November 3, 1986.

**SECOND:** The name of the Company immediately prior to the filing of this Certificate of Conversion is "Tree of Life, Inc."

**THIRD:** The name of the limited liability company into which the Company shall be converted is "Tree of Life, LLC" (the "LLC").

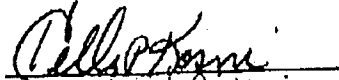
**FOURTH:** The conversion of the Company into the LLC and the Limited Liability Company Agreement of the LLC have been approved in accordance with the provisions of Sections 228 and 266 of the DGCL and Section 18-214 of the DLLCA.

**FIFTH:** The conversion of the Company into the LLC shall be effective upon the filing of this Certificate of Conversion and the Certificate of Formation of the LLC with the Secretary of State of Delaware.

[signature page follows]

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Conversion to be executed this 29th day of January, 2010.

TREE OF LIFE, INC.



Name: Kelly P. Kosmin

Title: SUP, Secretary

[Signature Page to Certificate of Conversion of Tree of Life, Inc.]

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 02:30 PM 01/29/2010  
FILED 02:34 PM 01/29/2010  
SRV 100088016 - 2106223 FILE

**CERTIFICATE OF FORMATION  
OF  
TREE OF LIFE, LLC**


This Certificate of Formation of Tree of Life, LLC (the "Company"), dated January 29, 2010, is duly executed and filed by the undersigned as an authorized person to form a limited liability company under the Delaware Limited Liability Company Act (6 Del. C. § 18-101, et seq.).

FIRST: The name of the limited liability company formed hereby is "Tree of Life, LLC."

SECOND: The address of the registered office of the Company in the State of Delaware is Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801-1120.

THIRD: The name and address of the registered agent for service of process of the Company in the State of Delaware is The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801-1120.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first above written.

  
By: Kelly P. Kosmin  
Title: Authorized Person

CRB-1384537.1