

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
1728165 Ontario Inc.		04/01/2010	CORPORATION: CANADA
RECEIVING PARTY DATA			
Name:	Beavertails Brands Inc.		
Street Address:	9150 Meilleur Street		
Internal Address:	Suite 315		
City:	Montreal, Quebec		
State/Country:	CANADA		
Postal Code:	H2N 2A5		
Entity Type:	CORPORATION: CANADA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2197967	BEAVERTAILS	
Registration Number:	1820323	BEAVERTAILS	
CORRESPONDENCE DATA			
Fax Number:	(312)827-8185		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	312-807-4272		
Email:	chicago.trademarks@klgates.com		
Correspondent Name:	Carol A. Genis c/o K&L Gates LLP		
Address Line 1:	P.O. Box 1135		
Address Line 4:	Chicago, ILLINOIS 60690-1135		
ATTORNEY DOCKET NUMBER:	BEAVERTAILS		
DOMESTIC REPRESENTATIVE			
Name:			

CH \$65.00 2197967

900161978

**TRADEMARK
 REEL: 004204 FRAME: 0441**

Address Line 1:
Address Line 2:
Address Line 3:
Address Line 4:

NAME OF SUBMITTER:

Carol A. Genis

Signature:

/cag/

Date:

05/12/2010

Total Attachments: 9

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Certificate of Continuance

Canada Business Corporations Act

Certificat de prorogation

Loi canadienne sur les sociétés par actions

BEAVERTAILS BRANDS INC.

Corporate name / Dénomination sociale

750155-2

Corporation number / Numéro de société

I HEREBY CERTIFY that the above-named corporation, the articles of continuance of which are attached, is continued under section 187 of the *Canada Business Corporations Act*.

JE CERTIFIE que la société susmentionnée, dont les clauses de prorogation sont jointes, est prorogée en vertu de l'article 187 de la *Loi canadienne sur les sociétés par actions*.

Richard G. Shaw

Director / Directeur

2010-04-01

Date of Continuance (YYYY-MM-DD)

Date de prorogation (AAAA-MM-JJ)

Canada

TRADEMARK

REEL: 004204 FRAME: 0443



Industry Canada Industrie Canada

Canada Business Corporations Act (CBCA) Loi canadienne sur les sociétés par actions (LCSA)

FORM 11 ARTICLES OF CONTINUANCE (SECTION 187)

FORMULAIRE 11 CLAUSES DE PROROGATION (ARTICLE 187)

Form 11

1 -- Name of the Corporation BEAVERTAILS BRANDS INC. Dénomination sociale de la société

2 -- The province or territory in Canada where the registered office is situated (do not indicate the full address) Québec La province ou le territoire au Canada où est situé le siège social (n'indiquez pas l'adresse complète)

3 -- The classes and any maximum number of shares that the corporation is authorized to issue See Schedule 1 attached. Catégories et tout nombre maximal d'actions que la société est autorisée à émettre

4 -- Restrictions, if any, on share transfers See Schedule 2 attached. Restrictions sur le transfert des actions, s'il y a lieu

5 -- Minimum and maximum number of directors (for a fixed number of directors, please indicate the same number in both boxes) Minimum: 1 Maximum: 10 Nombre minimal et maximal d'administrateurs (pour un nombre fixe, veuillez indiquer le même nombre dans les deux cases) Minimal: Maximal:

6 -- Restrictions, if any, on business the corporation may carry on None Limites imposées à l'activité commerciale de la société, s'il y a lieu

7 -- (1) If change of name effected, previous name (1) S'il y a changement de dénomination sociale, indiquer la dénomination sociale antérieure

(2) Details of incorporation March 3, 1993 (2) Détails de la constitution

8 -- Other provisions, if any See Schedule 3 attached. Autres dispositions, s'il y a lieu

9 -- Declaration: I hereby certify that I am a director or an officer of the corporation. Déclaration: J'atteste que je suis un administrateur ou un dirigeant de la société.

Signature [Handwritten Signature]

Printed Name - Nom en lettres moulées Grant Hooker

Note: Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5000.00 or to imprisonment for a term not exceeding six months or both (subsection 250(1) of the CBCA).

Nota: Faire une fausse déclaration constitue une infraction et son auteur, sur déclaration de culpabilité par procédure sommaire, est passible d'une amende maximale de 5 000 \$ ou d'un emprisonnement maximal de six mois, ou de ces deux peines (paragraphe 250(1) de la LCSA).

SCHEDULE 1

The Corporation is authorized to issue an unlimited number of Common shares. The holders of the Common shares shall be entitled:

- (a) to vote at all meetings of shareholders of the corporation, except meetings at which only holders of a specified class of shares are entitled to vote;
- (b) to receive, subject to the rights of the holders of another class of shares, any dividends declared by the Corporation; and
- (c) to receive, subject to the rights of the holders of another class of shares, the remaining property of the Corporation on the liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary.

SCHEDULE 2

No shares shall be transferred without either:

- (a) the previous consent of the Directors of the Corporation expressed by a resolution passed by the Board of Directors or by an instrument or instruments in writing signed by a majority of the Directors;
- (b) the previous consent of the holders of at least 51% of the Common shares for the time being outstanding expressed by a resolution passed by the shareholders or by an instrument or instruments in writing signed by such shareholders.

SCHEDULE 3

- (1) The number of shareholders of the Corporation exclusive of persons who are in its employment and exclusive of persons, who, having been formerly in the employment, were, while in that employment, and have continued after termination of that employment, to be shareholders of the Corporation, is limited to not more than fifty, two or more persons who are the joint registered owners of one or more shares being counted as one shareholder.
- (2) Any invitation to the public to subscribe for securities of the Corporation is prohibited.
- (3) The Board of Directors of the Corporation may, without authorization of the shareholders of the Corporation, from time to time, in such amounts and on such terms as it deems expedient:
 - a) borrow money upon the credit of the Corporation;
 - b) issue, re-issue, sell or pledge debt obligations of the Corporation;
 - c) give a guarantee on behalf of the Corporation to secure performance of an obligation of any person; and/or
 - d) charge, mortgage, hypothecate, pledge or otherwise create a security interest in all or any of the currently owned or subsequently acquired property and assets of the Corporation, including, without limiting the generality of the foregoing, real and personal property, movable and immovable property, tangible and intangible assets, book debts, rights, powers, franchises and undertaking, to secure any obligation of the Corporation.
- (4) The current issued and outstanding Common shares are changed on the basis that 1 Common share shall become 100 issued and outstanding Common shares in the capital of the Corporation.



Initial Registered Office Address and First Board of Directors

(To be filed with Articles of Incorporation, Amalgamation and Continuance)
(Sections 19 and 106 of the Canada Business Corporations Act (CBCA))

Form 2

Changes to the registered office or the board of directors are to be made by filing Form 3 — Change of Registered Office Address or Form 6 — Changes Regarding Directors.

Instructions

4 At least 25 per cent of the directors of a corporation must be Canadian residents. If a corporation has four directors or less, at least one director must be a Canadian resident (subsection 105(3) of the *Canada Business Corporations Act* (CBCA)).

If the corporation is a "distributing" corporation, there must be at least three directors.

However, the board of directors of corporations operating in uranium mining, book publishing and distribution, book sale or film and video distribution must be comprised of a majority of Canadian residents (subsection 105(3.1) of the CBCA). If the space available is insufficient, please attach a schedule to the form.

5 Declaration

In the case of an incorporation, this form must be signed by the incorporator. In the case of an amalgamation or a continuance, this form must be signed by a director or an officer of the corporation (subsection 262.(2) of the CBCA).

General

The information you provide in this document is collected under the authority of the CBCA and will be stored in personal information bank number IC/PPU-049. Personal information that you provide is protected under the provisions of the *Privacy Act*. However, public disclosure pursuant to section 266 of the CBCA is permitted under the *Privacy Act*.

If you require more information, please consult our web-site at www.corporationscanada.ic.gc.ca or contact us at 613-941-9042 (Ottawa region), toll-free at 1-866-333-5556 or by email at corporationscanada@ic.gc.ca.

File documents online
(except for Articles of Amalgamation):
**Corporations Canada Online
Filing Centre:**
www.corporationscanada.ic.gc.ca

Or send documents by mail:
**Director General,
Corporations Canada
Jean Edmonds Tower South
9th Floor
365 Laurier Ave. West
Ottawa ON K1A 0C8**

By Facsimile:
613-941-0999

1	Corporation name
BEAVERTAILS BRANDS INC.	

2	Address of registered office (must be a street address, a P.O. Box is not acceptable)	
9150 Meilleur Street, Suite 315		
<small>NUMBER AND STREET NAME</small>		
Montreal	Quebec	H2N 2A5
<small>CITY</small>	<small>PROVINCE/TERRITORY</small>	<small>POSTAL CODE</small>

3	Mailing address (if different from the registered office)	
<small>SAME AS ABOVE</small> <input checked="" type="checkbox"/>		
<small>ATTENTION OF</small>		
<small>NUMBER AND STREET NAME</small>		
<small>CITY</small>	<small>PROVINCE/TERRITORY</small>	<small>POSTAL CODE</small>

4 Members of the board of directors			
<small>FIRST NAME</small>	<small>LAST NAME</small>	<small>RESIDENTIAL ADDRESS (must be a street address, a P.O. Box is not acceptable)</small>	<small>CANADIAN RESIDENT (Yes/No)</small>
Grant	Hooker	79 St. Andrew Street Ottawa, ON K1N 5G1	Yes
Pino	Di Iorio	378 Grosvenor Westmount, QC H3Z 2M2	Yes
Anthony	Di Iorio	2162 John McCurdy Street St-Laurent, QC H4R 3H9	Yes

5	Declaration
I hereby certify that I have relevant knowledge and that I am authorized to sign and submit this form.	
<small>SIGNATURE</small>	<small>TELEPHONE NUMBER</small>
Grant Hooker	(613) 241-7979
<small>PRINT NAME</small>	<small>TELEPHONE NUMBER</small>
Note: Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5000 or to imprisonment for a term not exceeding six months or both (subsection 250(1) of the CBCA).	



Industry Canada Industrie Canada
Canada Business Loi canadienne sur
Corporations Act les sociétés par actions

I HEREBY CERTIFY THAT THE
ATTACHED IS A TRUE COPY OF THE
DOCUMENT MAINTAINED IN THE
RECORDS OF THE DIRECTOR.

JE CERTIFIE, PAR LES PRÉSENTES, QUE LE
DOCUMENT CI-JOINT EST UNE COPIE
EXACTE D'UN DOCUMENT CONTENU
DANS LES LIVRES TENUS PAR LE
DIRECTEUR.

Deputy Director - Directeur adjoint

Date



Canada

- d) a civil, criminal or administrative action or proceeding pending by or against the corporation may be continued to be prosecuted by or against the body corporate; and
la personne morale remplace la société dans les poursuites civiles, pénales ou administratives intentées par ou contre celle-ci;
- e) a conviction against the corporation may be enforced against the body corporate or a ruling, order or judgement in favour of or against the corporation may be enforced by or against the body corporate.
toute décision judiciaire ou quasi judiciaire rendue en faveur de la société ou contre elle est exécutoire à l'égard de la personne morale.

6. Select the one button that applies:
Choisir le bouton qui s'applique:

- The corporation is applying to continue under the laws of another Canadian jurisdiction.
La société présente une demande de maintien en vertu des lois d'une autre autorité législative au Canada.
- The corporation is applying to continue under the laws of a jurisdiction outside Canada, and this application is accompanied by a legal opinion to the effect that the laws of the other jurisdiction meet the requirements set out in 181(9) of the Act.
La société présente une demande de maintien en vertu des lois d'une autorité législative à l'extérieur du Canada et la demande est accompagnée d'un avis juridique stipulant que les lois de l'autre autorité législative répondent à toutes les exigences énoncées au paragraphe 181(9) de la Loi.

7. This application has been authorized by a special resolution.
La présente demande a été autorisée par résolution spéciale.

8. This application is accompanied by consent from the Minister of Finance.
La présente demande est accompagnée du consentement émanant du ministère des Finances.

9. Select the one button that applies:
Choisir le bouton qui s'applique:

- The corporation is offering securities to the public within the meaning of subsection 1(6) of the *Business Corporations Act* and consent from the Ontario Securities Commission accompanies this application.
La société offre des valeurs mobilières au public au sens du paragraphe 1(6) de la *Loi sur les sociétés par actions* et la demande est accompagnée du consentement écrit de la Commission des valeurs mobilières de l'Ontario.
- The corporation is not offering securities to the public within the meaning of subsection 1(6) of the *Business Corporations Act*.
La société n'offre pas de valeurs mobilières au public au sens du paragraphe 1(6) de la *Loi sur les sociétés par actions*.

The authorization of the Director for an application for continuance, if provided, expires six months after the date of endorsement of the authorization unless, within the six-month period, the corporation is continued under the laws of the other jurisdiction.

L'autorisation de la demande de maintien à l'extérieur de l'Ontario accordée par le directeur, le cas échéant, devient caduque six mois après la date de l'apposition de l'autorisation sur la demande, sauf si, au cours de cette période, la société est maintenue en vertu des lois de l'autre compétence législative.

The corporation shall file with the Director a copy of the instrument of continuance issued to it by the other jurisdiction within sixty days after the date of issuance.

Dans les soixante jours de la date d'émission, la société doit déposer auprès du directeur un exemplaire de l'acte de maintien émis par l'autre compétence législative.

This application is signed in duplicate.
La présente demande est signée en double exemplaire.

1728165 ONTARIO INC.

Name of Corporation / Dénomination sociale de la société

By/Par :


Signature / Signature

Director

Description of Office / Fonction