

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2011

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
New PFI LLC		12/21/2010	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Paramount Farms International LLC
Street Address:	11444 W. Olympic Blvd., 10th Floor
City:	Los Angeles
State/Country:	CALIFORNIA
Postal Code:	90064
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	3442723	
Registration Number:	3420382	BIG. OPEN. PISTACHIOS.
Registration Number:	3386421	EVERYBODY'S NUTS! CALIFORNIA PISTACHIOS
Registration Number:	3295108	ADVENTURES OF STACH
Registration Number:	3360553	STACH
Registration Number:	3336362	EVERYBODY'S NUTS

CORRESPONDENCE DATA

Fax Number: (310)966-5758
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 310-966-5726
 Email: lpowell@roll.com
 Correspondent Name: LaTunda Powell, Trademark Administrator
 Address Line 1: 11444 W. Olympic Blvd., 10th Floor

900181316

**TRADEMARK
 REEL: 004452 FRAME: 0946**

CH \$165.00 3442723

Address Line 4: Los Angeles, CALIFORNIA 90064

ATTORNEY DOCKET NUMBER: 115539-NPFI

NAME OF SUBMITTER: LaTunda Powell, Trademark Administrator

Signature: /latunda powell/

Date: 01/13/2011

Total Attachments: 3
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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"NEW PFI LLC", A DELAWARE LIMITED LIABILITY COMPANY,

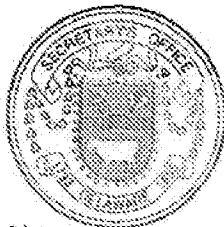
WITH AND INTO "PARAMOUNT FARMS INTERNATIONAL LLC" UNDER THE NAME OF "PARAMOUNT FARMS INTERNATIONAL LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIRST DAY OF DECEMBER, A.D. 2010, AT 11:40 O'CLOCK P.M.

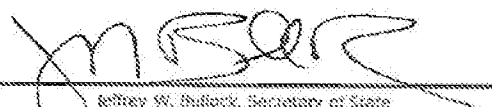
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2011.

4869419 8100M

101220321

You may verify this certificate online
at corp.delaware.gov/authvar.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8455820

DATE: 12-28-10

TRADEMARK
REEL: 004452 FRAME: 0948

CERTIFICATE OF MERGER

MERGING

NEW PFI LLC

a Delaware limited liability company

INTO

PARAMOUNT FARMS INTERNATIONAL LLC

a Delaware limited liability company

(PURSUANT TO SECTION 18-209 OF THE
DELAWARE LIMITED LIABILITY COMPANY ACT)

Paramount Farms International LLC, a Delaware limited liability company (the "Company"), does hereby certify that:

FIRST: The name and state of formation of each of the constituent entities of the merger is as follows:

<u>NAME</u>	<u>STATE OF FORMATION</u>
New PFI LLC	Delaware
Paramount Farms International LLC	Delaware

SECOND: An Agreement of Merger between the parties to the merger has been approved and executed by each of the constituent entities in accordance with the requirements of Section 18-209 of the Delaware Limited Liability Company Act.

THIRD: The name of the surviving LLC of the merger is Paramount Farms International LLC.

FOURTH: The effective date of the Merger shall be January 1, 2011.


FIFTH: The executed Agreement of Merger is on file at an office of the surviving LLC, the address of which is 11444 West Olympic Boulevard, 10th Floor, Los Angeles, California 90064.

SIXTH: A copy of the Agreement of Merger will be furnished by the Company, on request and without cost to any member or any person holding an interest of any constituent entity.

IN WITNESS WHEREOF, the Company has caused this Certificate of Merger to be executed by its duly authorized officer.

PARAMOUNT FARMS INTERNATIONAL
LLC,
a Delaware limited liability company

By: _____


Name: Craig H. Cooper

Title: Manager

Signature Page to Certificate of Merger