

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/15/2010

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
FRC Balance LLC		12/15/2010	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	FRC MergerCo 35 LLC
Street Address:	7135 East Camelback Road, Suite 260
City:	Scottsdale
State/Country:	ARIZONA
Postal Code:	85251
Entity Type:	LIMITED LIABILITY COMPANY: ARIZONA

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Serial Number:	85120928	TRUE FOOD KITCHEN GLOBALLY INSPIRED CUISINE
Registration Number:	3688743	TRUE FOOD KITCHEN
Registration Number:	3620741	TRUE FOOD

CORRESPONDENCE DATA

Fax Number: (480)245-6231
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 4802456233
 Email: glenn.bacal@bacalgroup.com,jamie.tuccio@bacalgroup.com
 Correspondent Name: Glenn S. Bacal c/o Bacal Law Group, P.C.
 Address Line 1: 6991 East Camelback Road, Suite D-102
 Address Line 4: Scottsdale, ARIZONA 85251

ATTORNEY DOCKET NUMBER: 60003-80

900182453

**TRADEMARK
 REEL: 004461 FRAME: 0700**

OP \$90.00 85120928

NAME OF SUBMITTER:	Glenn S. Bacal
Signature:	/Glenn S. Bacal/
Date:	01/27/2011
Total Attachments: 3 source=certificate of Merger - FRC Balance LLC _ FRC MergerCo 35#page1.tif source=certificate of Merger - FRC Balance LLC _ FRC MergerCo 35#page2.tif source=certificate of Merger - FRC Balance LLC _ FRC MergerCo 35#page3.tif	

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:

"FRC BALANCE LLC", A DELAWARE LIMITED LIABILITY COMPANY,
WITH AND INTO "FRC MERGERCO 35 LLC" UNDER THE NAME OF "FRC MERGERCO 35 LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF ARIZONA, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2010, AT 11:49 O'CLOCK A.M.

4918890 8100M

101236838




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8475413

DATE: 01-06-11

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

TRADEMARK
REEL: 004461 FRAME: 0702

CERTIFICATE OF MERGER

MERGING

FRC BALANCE LLC

WITH AND INTO

FRC MERGERCO 35 LLC

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act, the undersigned state as follows:

1. The name and jurisdiction of formation or organization of each of the constituent entities which are to merge are as follows:

<u>Name</u>	<u>Jurisdiction</u>
FRC Balance LLC	Delaware
FRC MergerCo 35 LLC	Arizona

2. An Agreement and Plan of Merger has been approved and executed by each of FRC MergerCo 35 LLC, the surviving limited liability company ("MergerCo"), and FRC Balance LLC ("FRC Balance").
3. The executed Agreement and Plan of Merger is on file at 7135 E. Camelback Road, Suite 260, Scottsdale, Arizona 85251, the principal place of business of MergerCo.
4. A copy of the Agreement and Plan of Merger will be furnished by MergerCo on request and without cost to any member of FRC Balance or MergerCo.
5. MergerCo agrees that it may be served with process in the state of Delaware in any action, suit or proceeding for the enforcement of any obligation of FRC Balance and irrevocably appoints the Secretary of State as its agent to accept service of process in any such action, suit or proceeding. The address to which a copy of such process shall be mailed to by the Secretary of State is 7135 E. Camelback Road, Suite 260, Scottsdale, Arizona 85251.

[The Remainder Of This Page Intentionally Left Blank]

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:03 PM 12/28/2010
FILED 11:49 AM 12/28/2010
SRV 101236838 - 4496064 FILE

IN WITNESS WHEREOF, FRC MergerCo 35 LLC has caused this Certificate of Merger to be signed by an authorized person, this 5th day of December, 2010.

FRC MERGERCO 35 LLC, an Arizona limited liability company

By: FRC Management LLC, its Manager

By: 

Samuel W. Fox, Manager