

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                              |                           |
|------------------------------|---------------------------|
| <b>SUBMISSION TYPE:</b>      | NEW ASSIGNMENT            |
| <b>NATURE OF CONVEYANCE:</b> | Certificate of Conversion |

**CONVEYING PARTY DATA**

| Name                 | Formerly | Execution Date | Entity Type            |
|----------------------|----------|----------------|------------------------|
| Lakeview Farms, Inc. |          | 08/04/2011     | INC. ASSOCIATION: OHIO |

**RECEIVING PARTY DATA**

|                          |                                     |
|--------------------------|-------------------------------------|
| <b>Name:</b>             | Lakeview Farms, LLC                 |
| <b>Street Address:</b>   | 229 East Second Street              |
| <b>Internal Address:</b> | P.O. Box 98                         |
| <b>City:</b>             | Delphos                             |
| <b>State/Country:</b>    | OHIO                                |
| <b>Postal Code:</b>      | 45833                               |
| <b>Entity Type:</b>      | LIMITED LIABILITY COMPANY: DELAWARE |

**PROPERTY NUMBERS Total: 12**

| Property Type        | Number  | Word Mark                             |
|----------------------|---------|---------------------------------------|
| Registration Number: | 1492452 | THE ORIGINAL DILL DIP DOWN HOME FOODS |
| Registration Number: | 3045522 | SEÑOR RICO                            |
| Registration Number: | 2706905 | LUISA'S                               |
| Registration Number: | 2106658 | REAL DESSERTS                         |
| Registration Number: | 2709168 | LUISA'S                               |
| Registration Number: | 2393253 | WINKY BRAND                           |
| Registration Number: | 2393252 | WINKY                                 |
| Registration Number: | 3023727 | FLAN RICO                             |
| Registration Number: | 1662659 | FLAN RICO                             |
| Registration Number: | 3713590 | GEL BITES                             |
| Registration Number: | 2944520 | FIESTA!                               |
| Registration Number: | 2209537 | SEÑOR RICO                            |

**CORRESPONDENCE DATA**

**900199617**

**TRADEMARK  
 REEL: 004604 FRAME: 0093**

**CH \$315.00 1492452**

Fax Number: (617)526-9899  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
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Correspondent Name: Proskauer Rose LLP  
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Address Line 4: Boston, MASSACHUSETTS 02110

|                                                                                                                                                                                                                                                                       |                   |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------|
| NAME OF SUBMITTER:                                                                                                                                                                                                                                                    | Micah W. Miller   |
| Signature:                                                                                                                                                                                                                                                            | /Micah W. Miller/ |
| Date:                                                                                                                                                                                                                                                                 | 08/12/2011        |
| Total Attachments: 4<br>source=DE Certified Certificate of Conversion (Executed)#page1.tif<br>source=DE Certified Certificate of Conversion (Executed)#page2.tif<br>source=DE Certified Certificate of Conversion (Executed)#page3.tif<br>source=Trademarks#page1.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 AN OHIO CORPORATION UNDER THE NAME OF "LAKEVIEW FARMS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "LAKEVIEW FARMS, INC." TO "LAKEVIEW FARMS, LLC", FILED IN THIS OFFICE ON THE FOURTH DAY OF AUGUST, A.D. 2011, AT 2:49 O'CLOCK P.M.

5020370 8100V

110890629



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: 8949571

DATE: 08-04-11

TRADEMARK  
REEL: 004604 FRAME: 0095

**CERTIFICATE OF CONVERSION  
TO  
LIMITED LIABILITY COMPANY  
OF  
LAKEVIEW FARMS, INC.  
TO  
LAKEVIEW FARMS, LLC**

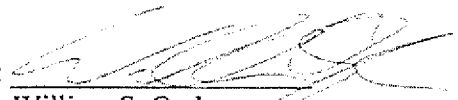
This Certificate of Conversion to Limited Liability Company, dated as of August 4, 2011, has been duly executed and is being filed by Lakeview Farms, Inc., an Ohio corporation (the "Company"), to convert the Company to Lakeview Farms, LLC (the "LLC") under the Delaware Limited Liability Company Act (6 Del. C. § 18-101, et seq.).

1. The Company filed its original articles of incorporation with the Secretary of State of the State of Ohio and was first incorporated on May 5, 1988, in the State of Ohio.
2. The Company's name immediately prior to the filing of this Certificate of Conversion to Limited Liability Company was "Lakeview Farms, Inc."
3. The name of the limited liability company into which the Company shall be converted as set forth in its certificate of formation is "Lakeview Farms, LLC".
4. The conversion of the Company to the LLC shall be effective upon the filing of this Certificate of Conversion to Limited Liability Company and a certificate of formation with the Secretary of State of the State of Delaware.

*[Remainder of Page Intentionally Left Blank]*

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion to Limited Liability Company as of the date first-above written.

LAKEVIEW FARMS, INC.

By:   
William S. Ogden  
Authorized Signatory

13. [§ 3.22(b)] Private Label Agreement between Lakeview Farms, Inc. and Ahold U.S.A., Inc., effective August 1, 2008, (for the supply of sour cream based dips), as amended on May 13, 2010. The prices set forth on Schedule A of the amendment, dated May 13, 2010, remain fixed through July 31, 2011. The term of the Agreement expires on July 31, 2011 and, thereafter, the Agreement automatically renews for additional 90-day periods.
14. [§ 3.22(b)] Corporate Brands Supply Agreement between Lakeview Farms, Inc. and BJ's Wholesale Club, Inc., dated June 15, 2011 and effective April 12, 2011.
15. [§ 3.22(e)(i)] The Original Dill Dip Down Home Foods, USPTO Registration No. 1492452
16. [§ 3.22(e)(i)] Senor Rico, USPTO Registration No. 3045522
17. [§ 3.22(e)(i)] Luisa's, USPTO Registration No. 2706905
18. [§ 3.22(e)(i)] Real Desserts, USPTO Registration No. 2106658
19. [§ 3.22(e)(i)] Luisa's, USPTO Registration No. 2709168
20. [§ 3.22(e)(i)] Margarita's, unregistered trademark
21. [§ 3.22(e)(i)] Winky Brand, USPTO Registration No. 2393253
22. [§ 3.22(e)(i)] Winky, USPTO Registration No. 2393252
23. [§ 3.22(e)(i)] Flan Rico, USPTO Registration No. 3023727
24. [§ 3.22(e)(i)] Flan Rico, USPTO Registration No. 1662659
25. [§ 3.22(e)(i)] Gel Bites, USPTO Registration No. 3713590
26. [§ 3.22(e)(i)] Fiesta!, USPTO Registration No. 2944520
27. [§ 3.22(e)(i)] Señor Rico, USPTO Registration No. 2209537
28. [§ 3.22(e)(i)] Angelica's, Fictitious Business Name Statement – Los Angeles County, California, Document No. 20081459334, 8/13/08
29. [§ 3.22(e)(i)] Margarita's, Fictitious Business Name Statement – Los Angeles County, California, Document No. 20072441907, 10/29/07
30. [§ 3.22(e)(i)] Senor Rico, Fictitious Business Name Statement – Los Angeles County, California, Document No. 20091009537, 7/6/2009
31. [§ 3.22(e)(i)] Flan Rico, Fictitious Business Name Statement – Los Angeles County, California, Document No. 20091009537, 7/6/2009