

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	09/01/2010

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Southwest Landmark, Inc.		08/17/2010	CORPORATION: OHIO

**RECEIVING PARTY DATA**

<b>Name:</b>	Trupointe Cooperative, Inc.
<b>Street Address:</b>	215 Looney Road
<b>City:</b>	Piqua
<b>State/Country:</b>	OHIO
<b>Postal Code:</b>	45356
<b>Entity Type:</b>	CORPORATION: OHIO

**PROPERTY NUMBERS Total: 6**

Property Type	Number	Word Mark
Serial Number:	77937704	TRUPOINTE
Registration Number:	1695164	GROLAND
Registration Number:	2485128	SOUTHWEST LANDMARK
Registration Number:	2710446	WINNER'S CIRCLE SHOW FEEDS
Registration Number:	3502433	ACRES OF OPPORTUNITY
Registration Number:	3076481	BIRDS GOURMET

**CORRESPONDENCE DATA**

Fax Number: (813)229-1660  
 Phone: 8132297600  
 Email: [timmerman@slk-law.com](mailto:timmerman@slk-law.com)  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
 Correspondent Name: J. Todd Timmerman  
 Address Line 1: 101 East Kennedy Boulevard, Suite 2800

OP \$165.00 77937704

**900205709**

**TRADEMARK  
 REEL: 004649 FRAME: 0584**

Address Line 4: Tampa, FLORIDA 33602

NAME OF SUBMITTER: J. Todd Timmerman

Signature: /J. Todd Timmerman/

Date: 10/27/2011

**Total Attachments: 11**

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DATE	DOCUMENT ID	DESCRIPTION	FLING	EXPED	PENALTY	CERT	COPY
08/30/2010	201024200297	CONSOLIDATION/DOMESTIC CORP/NON PROFIT (CON)	125.00	.00	.00	.00	.00

**Receipt**

This is not a bill. Please do not remit payment.

SHUMAKER, LOOP & KENDRICK  
 MARK C. STEWART  
 41 S. HIGH STREET, #2400  
 COLUMBUS, OH 43215

**STATE OF OHIO  
 CERTIFICATE**

Ohio Secretary of State, Jennifer Brunner

1959453

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

**TRUPOINTE COOPERATIVE, INC.**

and, that said business records show the filing and recording of:

Document(s):

**CONSOLIDATION/DOMESTIC CORP/NON PROFIT**

Document No(s):

**201024200297**



United States of America  
 State of Ohio  
 Office of the Secretary of State

Witness my hand and the seal of the  
 Secretary of State at Columbus, Ohio  
 this 1st day of September, A.D. 2010.

Ohio Secretary of State

DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
09/30/2010	201024200297	CONSOLIDATED OUT OF EXISTENCE (CEX)	.00	.00	.00	.00	.00

**Receipt**

This is not a bill. Please do not remit payment.

SHUMAKER, LOOP & KENDRICK  
MARK C. STEWART  
41 S. HIGH STREET, #2400  
COLUMBUS, OH 43215

**STATE OF OHIO  
CERTIFICATE**

Ohio Secretary of State, Jennifer Brunner

1178303

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

**SOUTHWEST LANDMARK, INC.**

and, that said business records show the filing and recording of:

Document(s):  
**CONSOLIDATED OUT OF EXISTENCE**

Document No(s):  
**201024200297**



United States of America  
State of Ohio  
Office of the Secretary of State

Witness my hand and the seal of the  
Secretary of State at Columbus, Ohio  
this 1st day of September, A.D. 2010.

Ohio Secretary of State

DATE	DOCUMENT ID	DESCRIPTION	FLING	EXPED	PENALTY	CERT	COPY
08/30/2010	201024200297	CONSOLIDATED OUT OF EXISTENCE (CEX)	.00	.00	.00	.00	.00

**Receipt**

This is not a bill. Please do not remit payment.

SHUMAKER, LOOP & KENDRICK  
 MARK C. STEWART  
 41 S. HIGH STREET, #2400  
 COLUMBUS, OH 43215

**STATE OF OHIO  
 CERTIFICATE**

Ohio Secretary of State, Jennifer Brunner

157457

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

**ADVANCED AGRI-SOLUTIONS CO-OP, INC.**

and, that said business records show the filing and recording of:

Document(s):  
**CONSOLIDATED OUT OF EXISTENCE**

Document No(s):  
**201024200297**



United States of America  
 State of Ohio  
 Office of the Secretary of State

Witness my hand and the seal of the  
 Secretary of State at Columbus, Ohio  
 this 1st day of September, A.D. 2010.

A handwritten signature in cursive script, appearing to read "Jennifer Brunner".

Ohio Secretary of State



Form 650 Prescribed by the: Ohio Secretary of State

Central Ohio: (614) 468-3810  
Toll Free: (877) 608-FILM (787-3453)

www.sos.state.oh.us  
Secretary@sos.state.oh.us

Expedite this form: (select one)  
Mail form to one of the following:

PO Box 1360 Columbus, OH 43216  Expedite  
Resides an additional fee of \$150

PO Box 1829 Columbus, OH 43216  Non Expedite

**CERTIFICATE OF CONSOLIDATION**  
134-CONS  
Filing Fee: \$125

In accordance with the requirements of Ohio law, the undersigned corporations, limited liability companies and/or limited partnerships, desiring to effect a consolidation, set forth the following facts:

**I. New Entity Created by Consolidation**

A. The name of the entity created by the consolidation is:

Trupointe Cooperative, Inc.

B. The entity created by the consolidation is a:

(Please check the appropriate box and fill in the appropriate blanks)

- Domestic (Ohio) For-Profit Corporation
- Domestic (Ohio) Nonprofit Corporation Cooperative association (ORC Chapter 1729)
- Foreign (Non-Ohio) For-Profit Corporation incorporated under the laws of the jurisdiction of \_\_\_\_\_
- Foreign (Non-Ohio) Nonprofit Corporation incorporated under the laws of the jurisdiction of \_\_\_\_\_
- Domestic (Ohio) For-Profit Limited Liability Company
- Domestic (Ohio) Nonprofit Limited Liability Company
- Foreign (Non-Ohio) For-Profit Limited Liability Company organized under the laws of the jurisdiction of \_\_\_\_\_
- Foreign (Non-Ohio) Nonprofit Limited Liability Company organized under the laws of the jurisdiction of \_\_\_\_\_
- Partnership
- Domestic (Ohio) Limited Partnership
- Foreign (Non-Ohio) Limited Partnership organized under the laws of the jurisdiction of \_\_\_\_\_
- Domestic (Ohio) Limited Liability Partnership
- Foreign (Non-Ohio) Limited Liability Partnership organized under the laws of the jurisdiction of \_\_\_\_\_

II. Consolidating Entities

Please provide the name, charter/license/registration number, jurisdiction of formation, and the type of entity for each entity (other than the new entity) which is a party to the consolidation.

Name	Charter / License / Registration Number	Jurisdiction of Formation	Type of Entity
<u>Advanced Agri-Solutions Co-op, Inc.</u>	<u>167467</u>	<u>Ohio</u>	<u>Cooperative Association (ORC Chapter 1720)</u>
<u>Southwest Landmark, Inc.</u>	<u>1178303</u>	<u>Ohio</u>	<u>Cooperative Association (ORC Chapter 1720)</u>

III. Consolidation Agreement on File

Provide the name and mailing address of the person or entity from whom/which eligible persons may obtain a copy of the agreement of consolidation upon written request.

Tripointe Cooperative, Inc.  
Name

215 Looney Road  
Mailing Address

Piqua OH 45356  
City State Zip Code

IV. Effective Date of Consolidation

This consolidation is to be effective on 1-Sep-10 (The date must be on or after the date of filing and cannot be earlier than the date of filing. If no effective date is specified, the date of filing will be the effective date of the consolidation.)

V. Consolidation Authorized

The laws of the jurisdiction under which each constituent entity exists, permits this consolidation.

This consolidation was adopted, approved and authorized by each of the constituent entities in compliance with the laws of the jurisdiction under which it is formed, and the persons signing this certificate on behalf of each of the constituent entities are duly authorized to do so.

**VI. Statutory Agent**

Provide the name and address of the statutory agent upon whom any process, notice or demand against any constituent entity and the new entity may be served.

Larry Hammond  
Name

215 Looney Road  
Mailing Address

Plaza Ohio 43358  
City State Zip Code

If the new entity is a partnership, domestic corporation, domestic limited liability company or domestic limited partnership, then the agent must accept title or her appointment by signing below.

The undersigned, named herein as the statutory agent upon whom service of process against any constituent entity or the new entity may be served, hereby acknowledges and accepts the appointment of statutory agent.

  
Signature of Agent

If the agent is an individual using a P.O. Box, the agent must check the box to confirm that he or she is an Ohio resident.

**VII. Service Upon the Secretary of State (Foreign)**

The newly created foreign corporation, foreign limited liability company or foreign limited partnership consents to service of process on the statutory agent listed above as long as the authority of the agent continues, and to service of process upon the Secretary of State if (1) the agent cannot be found; (2) if the partnership, corporation, limited liability company or limited partnership fails to designate another agent when required to do so; or (3) if the corporation's limited liability company's, or limited partnership's license or registration to do business in Ohio expires or is cancelled.

**VIII. Statement of Consolidation**

Upon filing, or upon such later date as specified herein, the consolidating entities listed herein shall consolidate to form the listed new entity.

**IX. Additional Filing Requirements for New Domestic Entities**

In the case of a consolidation into a new domestic corporation, limited liability company, or limited partnership, the articles of incorporation, articles of organization or the certificate of limited partnership of the new domestic entity must be filed with the certificate of consolidation. Attached Certificate of Initial Articles of Incorporation



X. Additional Filing Requirements of Corporations Consolidating Out of Existence N/A

If a domestic or foreign corporation licensed to transact business in Ohio is a constituent entity and the new entity resulting from the consolidation is not a domestic or foreign corporation that is to be licensed to transact business in Ohio, the certificate of consolidation must be accompanied by the affidavits, receipts, certificates, or other evidence required by division (F) of section 1701.79 or division (A)(5) of section 1702.49 of the Revised Code, with respect to each domestic corporation, and by the affidavits, receipts, certificates, or other evidence required by division (C) or (D) of section 1703.17 of the Revised Code, with respect to each foreign corporation licensed to transact business in this state.

XI. Qualification or Licensure of Foreign Surviving Entity N/A

The qualifying entity also states as follows: (Complete only if applicable)

1. Foreign Qualifying Corporation under section 1703.04

a. The name of the corporation in its jurisdiction of formation:

\_\_\_\_\_

b. If the corporate name is not available in Ohio, the trade name under which it will do business in Ohio:

\_\_\_\_\_

c. The location and complete address of its principal office:

\_\_\_\_\_

Mailing Address

City \_\_\_\_\_ State \_\_\_\_\_ Zip Code \_\_\_\_\_

d. The name of the city and county in which its principal office in Ohio, if any, is to be located:

City \_\_\_\_\_ County \_\_\_\_\_

e. A brief summary of the corporate purpose to be exercised in Ohio:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

f. To procure a license to transact business in Ohio, a foreign corporation for-profit shall file with the secretary of state a certificate of good standing or subsistence, dated not earlier than 90 days prior to the filing of the application, under the seal of the secretary of state or other proper official its jurisdiction of formation, setting forth: (1) the exact corporate name; (2) the date of incorporation; and (3) the fact that the corporation is in good standing or is a subsisting corporation.

**2. Foreign Notice Under Section 1709.031**

(If the qualifying entity is a foreign bank or savings bank, then the following information must be completed).

a. The name of the Foreign Nationality/Federally chartered bank or savings bank:

\_\_\_\_\_

b. The name(s) of any Trade Name(s) under which the corporation will conduct business:

\_\_\_\_\_

\_\_\_\_\_

c. The location of the main office (non-Ohio):

\_\_\_\_\_

\_\_\_\_\_

City

County

State

Zip Code

d. The principal office location in Ohio, if any:

\_\_\_\_\_

\_\_\_\_\_

City

County

Ohio  
State

Zip Code

e. Please provide a brief summary of the business to be transacted in Ohio.

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

3. Foreign Qualifying Limited Liability Company under section 1706.54

a. The name of the for-profit or nonprofit limited liability company in its jurisdiction of formation:

\_\_\_\_\_

b. The name under which the limited liability company desires to transact business in Ohio (if different from its jurisdiction of formation):

\_\_\_\_\_

c. The limited liability company was formed on \_\_\_\_\_

under the laws of the jurisdiction of \_\_\_\_\_

d. The address to which interested persons may direct requests for copies of the articles of organization, operating agreement, bylaws, or other charter documents of the company:

\_\_\_\_\_  
Mailing Address

\_\_\_\_\_  
City State Zip Code

4. Foreign Qualifying Limited Partnership under section 1782.49

a. The name of limited partnership: \_\_\_\_\_

b. The limited partnership was formed on: \_\_\_\_\_

under the laws of the jurisdiction of: \_\_\_\_\_

c. The address of the office of the limited partnership in its jurisdiction of formation:

\_\_\_\_\_  
Mailing Address

\_\_\_\_\_  
City State Zip Code

d. The limited partnership's principal office address is:

\_\_\_\_\_  
 Mailing Address

\_\_\_\_\_  
 City

\_\_\_\_\_  
 State

\_\_\_\_\_  
 Zip Code

e. The names and business or residence addresses of the general partners:

Name	Address
_____	_____
_____	_____
_____	_____
_____	_____

f. The address of the office where a list of the names and business or residence addresses of the limited partners and their respective capital contributions is to be maintained:

\_\_\_\_\_  
 Mailing Address

\_\_\_\_\_  
 City

\_\_\_\_\_  
 State

\_\_\_\_\_  
 Zip Code

The limited partnership hereby certifies that it shall maintain the records until the registration of the limited partnership in Ohio is canceled or withdrawn.

5. Foreign Qualifying Limited Liability Partnership under Section 1776.88

a. The name of the limited liability partnership: \_\_\_\_\_

b. The address of the partnership's chief executive office:

\_\_\_\_\_  
 Mailing Address

\_\_\_\_\_  
 City

\_\_\_\_\_  
 State

\_\_\_\_\_  
 Zip Code

c. If the chief executive office is not in Ohio, a partnership address in Ohio, if one exists:

\_\_\_\_\_  
 Mailing Address

\_\_\_\_\_  
 City

Ohio  
 State

\_\_\_\_\_  
 Zip Code

d. Attach evidence of existence in its jurisdiction of formation (origin)

The undersigned constituent entities have caused this certificate of consolidation to be signed by its duly authorized officers, partners and/or representatives on the date(s) stated below.

By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document on behalf of one or more of the entities identified above.

Advanced Agri-Solutions Co-op, Inc.

Name of Entity

*Larry Hammond*  
Signature

Larry Hammond

Print Name

President

Title

8/17/10  
Date

Southwest Landmark, Inc.

Name of Entity

*Gordon Wallace*  
Signature

Gordon Wallace

Print Name

President

Title

8/17/10  
Date

Name of Entity

Signature

Print Name

Title

Date

Name of Entity

Signature

Print Name

Title

Date

Name of Entity

Signature

Print Name

Title

Date

Name of Entity

Signature

Print Name

Title

Date

An authorized representative of each constituent corporation, partnership, or entity must sign the consolidation certificate see ORC 1701.81(A), 1702.43(A), 1706.34(A), 1776.70(A), 1782.433(A).