

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2009

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Polaner, Inc.		12/22/2009	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Burnham & Morrill Company
Street Address:	Four Gatehall Drive
City:	Parsippany
State/Country:	NEW JERSEY
Postal Code:	07054
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Serial Number:	75639271	DON'T DARE CALL IT JELLY!
Serial Number:	74279075	DON'T DARE CALL IT JELLY!
Serial Number:	74014101	ALL FRUIT
Serial Number:	74074374	POLANER
Serial Number:	71654275	POLANER
Serial Number:	73621247	POLANER FANCY FRUIT
Serial Number:	72449928	JAM LOVER'S
Serial Number:	76298680	POLANER SPREADABLE
Serial Number:	78978038	NOTHING BUT THE GOOD STUFF

CORRESPONDENCE DATA

Fax Number: (312)827-8185
 Phone: 312-807-4350
 Email: chicago.trademarks@klgates.com, sana.hakim@klgates.com

TRADEMARK

900206855

REEL: 004658 FRAME: 0591

CH \$240.00 75639271

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Sana Hakim c/o K&L Gates LLP
Address Line 1: P.O. Box 1135
Address Line 4: Chicago, ILLINOIS 60690-1135

ATTORNEY DOCKET NUMBER:	3709483
NAME OF SUBMITTER:	Sana Hakim
Signature:	/sh/
Date:	11/10/2011

Total Attachments: 3

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CERTIFICATE OF MERGER

OF

POLANER, INC.,
a Delaware corporation

WITH AND INTO

BURNHAM & MORRILL COMPANY,
a Delaware corporation

The undersigned corporation, organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY AS FOLLOWS:

FIRST: The name and state of incorporation of each of the constituent corporations to the merger (the "Constituent Corporations") are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Polaner, Inc.	Delaware
Burnham & Morrill Company	Delaware

SECOND: That an Agreement and Plan of Merger, dated as of December 22, 2009 (the "Merger Agreement"), by and between Polaner, Inc., a Delaware corporation and Burnham & Morrill Company, a Delaware corporation, providing for the merger of Polaner, Inc. with and into Burnham & Morrill Company, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the requirements of Section 251 of the General Corporation Law of the State of Delaware.

THIRD: That the surviving corporation is Burnham & Morrill Company (the "Surviving Corporation").

FOURTH: That the Certificate of Incorporation of Burnham & Morrill Company shall be the Certificate of Incorporation of the Surviving Corporation.

FIFTH: That the Constituent Parties intend that, for U.S. income tax purposes, the transaction contemplated by the Merger Agreement constitutes a reorganization under section 368(a)(1)(A) of the Internal Revenue Code, and the Constituent Parties have adopted the Merger Agreement as a Plan of Reorganization.

SIXTH: That an executed copy of the Merger Agreement is on file at an office of the Surviving Corporation at the following address: Four Gatehall Drive, Suite 110, Parsippany, NJ 07054.

SEVENTH: That a copy of the Merger Agreement will be furnished by the Surviving Corporation, on request, and without cost, to any stockholder of the Constituent Corporations.


NINTH: That this Certificate of Merger shall be effective as of December 31, 2009 at 11:59 p.m. Eastern Time.

[Signature Page Follows]

IN WITNESS WHEREOF, Burnham & Morrill Company has caused this Certificate of Merger to be executed this 22nd day of December, 2009.

BURNHAM & MORRILL COMPANY

By: _____


Name: Robert Cantwell

Title: Executive Vice President of Finance
and Assistant Secretary