

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Conversion of entity		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Landec Ag, Inc.		06/01/2009	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Landec Ag, LLC		
Street Address:	201 North Michigan Street		
City:	Oxford		
State/Country:	INDIANA		
Postal Code:	47971		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	2626228	POLLINATOR PLUS	
Registration Number:	2738323	SEEDS OF INNOVATION	
Registration Number:	2738324	SEEDS OF INNOVATION	
Registration Number:	3564220	EARLY PLANT	
CORRESPONDENCE DATA			
Fax Number:	(317)684-5173		
Phone:	317-684-5362		
Email:	trademark@boselaw.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Correspondent Name:	Jennifer L. Day		
Address Line 1:	111 Monument Circle		
Address Line 2:	Suite 2700		
Address Line 4:	Indianapolis, INDIANA 46204		
ATTORNEY DOCKET NUMBER:	7199-0038		

OP \$115.00 2626228

NAME OF SUBMITTER:	Jennifer L. Day
Signature:	/Jennifer L. Day/
Date:	03/07/2012
<b>Total Attachments: 2</b> source=LANDEC AG, INC. Delaware - CERTIFICATE OF CONVERSION to LLC#page1.tif source=LANDEC AG, INC. Delaware - CERTIFICATE OF CONVERSION to LLC#page2.tif	

# Delaware

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*The First State*

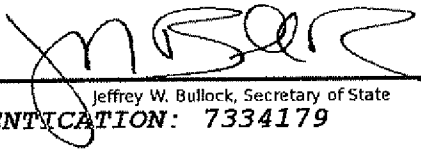
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "LANDEC AG, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "LANDEC AG, INC." TO "LANDEC AG, LLC", FILED IN THIS OFFICE ON THE FIRST DAY OF JUNE, A.D. 2009, AT 2 O'CLOCK P.M.

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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: 7334179

DATE: 06-02-09

TRADEMARK  
REEL: 004732 FRAME: 0170

STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A CORPORATION TO A  
LIMITED LIABILITY COMPANY PURSUANT TO  
SECTION 18-214 OF THE LIMITED LIABILITY ACT

Pursuant to Title 8, Section 266 of the Delaware General Corporation Law and Title 6, Section 18-214 of the Delaware Limited Liability Company Act, Landec Ag, Inc., a Delaware corporation (the "Corporation"), does hereby certify to the following information relating to the conversion of Landec Ag, Inc. into Landec Ag, LLC, a Delaware limited liability company (the "Limited Liability Company"):

1. The jurisdiction where the Corporation first formed is Delaware.
2. The jurisdiction immediately prior to filing this Certificate is Delaware.
3. The date the corporation was first formed is March 21, 1995.
4. The name of the Corporation immediately prior to filing this Certificate is Landec Ag, Inc. The name of the Corporation when it was originally incorporated was Intellicoat Corporation.
5. The name of the Limited Liability Company is Landec Ag, LLC.
6. This conversion has been duly approved by the Board of Directors of the Corporation and the sole stockholder of the Corporation in accordance with Section 266 of the Delaware General Corporation Law.
7. Pursuant to Title 6, Section 18-214 of the Limited Liability Company Act of the State of Delaware, this Certificate of Conversion shall be effective upon filing with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on this 1<sup>st</sup> day of June, 2009

By: Gary T. Steele

Name: Gary Steele  
Title: President and Chief Executive Officer