

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	07/05/2011		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Frozsun, Inc.		07/05/2011
			Entity Type
			CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Frozsun, Inc.		
Street Address:	701 West Kimberly Avenue, Suite 210		
City:	Placentia		
State/Country:	CALIFORNIA		
Postal Code:	92870		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 4			
	Property Type	Number	Word Mark
	Registration Number:	2577313	FROZSUN FOODS INCORPORATED
	Registration Number:	3005050	FROZSUN
	Registration Number:	3669954	SUNRISE GROWERS PURE FRUIT SMOOTHIES
	Registration Number:	3554878	STRAWBERRY BANANA SPLASH
CORRESPONDENCE DATA			
Fax Number:	9497609502		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	(949) 760-0404		
Email:	efiling@kmob.com		
Correspondent Name:	Knobbe Martens Olson & Bear LLP		
Address Line 1:	2040 Main Street, 14th Floor		
Address Line 4:	Irvine, CALIFORNIA 92614		
ATTORNEY DOCKET NUMBER:	FOODS.002T		

OP \$115.00 2577313

NAME OF SUBMITTER:	Susan M. Natland
Signature:	/susan m. natland/
Date:	04/20/2012
Total Attachments: 5 source=FOODS - Certificate of Merger#page1.tif source=FOODS - Certificate of Merger#page2.tif source=FOODS - Certificate of Merger#page3.tif source=FOODS - Certificate of Merger#page4.tif source=FOODS - Certificate of Merger#page5.tif	

Delaware

The First State

ENDORSED - FILED
In the office of the Secretary of State
of the State of California

JUL -5 2011

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:

"FROZSUN, INC.", A CALIFORNIA CORPORATION,
WITH AND INTO "FROZSUN, INC." UNDER THE NAME OF "FROZSUN, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTH DAY OF JULY, A.D. 2011, AT 1:01 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIFTH DAY OF JULY, A.D. 2011, AT 9 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4998840 8100M

110790325



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8880635

DATE: 07-05-11

TRADEMARK
REEL: 004761 FRAME: 0966

CERTIFICATE OF MERGER

OF

FROZSUN, INC.

WITH AND INTO

FROZSUN, INC.

Adopted in accordance with
the provisions of Section 252
of the General Corporation Law
of the State of Delaware

It is hereby certified that:

1. The constituent business corporations participating in the merger herein certified are:

(i) Frozsun, Inc., which is incorporated under the laws of the State of Delaware (the "Survivor"); and

(ii) Frozsun, Inc., which is incorporated under the laws of the State of California ("Non-survivor").

2. An Agreement and Plan of Merger (the "Agreement of Merger") has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware, to wit, by the Corporation, in the same manner as provided in Section 252 of the General Corporation Law of the State of Delaware, and by the Non-survivor, in accordance with the laws of its state of incorporation.

3. The surviving corporation in the merger herein certified is Frozsun, Inc., the Delaware corporation, which shall continue its existence as said surviving corporation under its present name upon the effective date of said merger pursuant to the provisions of the laws of the state of Delaware.

4. The Certificate of Incorporation of Survivor as now in force and effect, shall continue to be the Certificate of Incorporation of said surviving corporation until amended and changed pursuant to the provisions of the laws of the state of its incorporation.

5. The executed Agreement of Merger between the aforesaid constituent corporations is on file at the principal place of business of the aforesaid surviving corporation, the address of which is as follows:

Frozsun, Inc.
701 W. Kimberly Ave.
Placentia, CA 92870

6. A copy of the aforesaid Agreement of Merger will be furnished by the aforesaid surviving corporation on request, and without cost, to any stockholder of each of the aforesaid constituent corporations.

7. The authorized shares and the par value of each share of stock of the Non-survivor prior to the merger is 1,000 authorized shares with no par value. Each issued share of stock of the Non-survivor shall, by virtue of the merger and without any action on the part of the Non-survivor or the directors and officers of the Non-survivor, be canceled and retired and no payment shall be made with respect thereto. For the avoidance of doubt, each share of stock that is owned by the Non-survivor as treasury stock shall no longer be outstanding and shall be cancelled and retired and no payment shall be made with respect thereto. The issued shares of stock, of the Surviving Corporation shall not be converted in any manner.

8. The effective date of the merger shall be on July 5, 2011, at 9:00 p.m. Easter Standard Time.

* * * * *

Executed on this 5th day of July, 2011.

FROZSUN, INC.
a Delaware corporation

By: 
Name: Joseph McCarthy
Its: Chief Financial Officer

Certificate of Merger of Frozsun, Inc.

TRADEMARK
REEL: 004761 FRAME: 0969



I hereby certify that the foregoing transcript of 4 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

JUL 06 2011 ^L

Date: _____

Debra Bowen
DEBRA BOWEN, Secretary of State

TRADEMARK

REEL: 004761 FRAME: 0970

RECORDED: 04/20/2012