

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Taylor Fresh Vegetables, Inc.		01/08/2010	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Taylor Farms Retail, Inc.		
Street Address:	1129 Harkins Road		
City:	Salinas		
State/Country:	CALIFORNIA		
Postal Code:	93901		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2982399	WHOLESOME GARDEN	
Registration Number:	3282018	FOXYVENT	
CORRESPONDENCE DATA			
Fax Number:	3105527031		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	310-551-8755		
Email:	pto-cc@gibsondunn.com		
Correspondent Name:	Mandy Robertson-Bora		
Address Line 1:	2029 Century Park East, Suite 4000		
Address Line 2:	Gibson, Dunn & Crutcher LLP		
Address Line 4:	Los Angeles, CALIFORNIA 90067-3026		
ATTORNEY DOCKET NUMBER:	92434-00059		
NAME OF SUBMITTER:	Mandy Robertson-Bora		
Signature:	/mandy robertson-bora/		

CH \$65.00 2982399

TRADEMARK

Date:

05/10/2012

Total Attachments: 5

source=Taylor Fresh Vegetables Name Change#page1.tif

source=Taylor Fresh Vegetables Name Change#page2.tif

source=Taylor Fresh Vegetables Name Change#page3.tif

source=Taylor Fresh Vegetables Name Change#page4.tif

source=Taylor Fresh Vegetables Name Change#page5.tif

A0699820

3006300

FILED
in the office of the Secretary of State
of the State of California

JAN 12 2010

**CERTIFICATE OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
WITH STATEMENT OF CONVERSION
OF
TAYLOR FRESH VEGETABLES, INC.
(a Converted Corporation)**

This Certificate of Amendment (the "*Amendment*") to the Articles of Incorporation with Statement of Conversion of Taylor Fresh Vegetables, Inc. (the "*Company*"), dated as of January 8, 2010, has been duly executed and is being filed by the undersigned pursuant to the provisions of Section 905 of the California Corporations Code, to amend the Articles of Incorporation with Statement of Conversion of the Company, which was filed on July 13, 2007 with the Secretary of State of the State of California (the "*Articles*").

1. The name of the Company is Taylor Fresh Vegetables, Inc.
2. The Articles are amended by deleting Article I thereof in its entirety and replacing such article with the following:

“**ARTICLE I**

The name of the corporation is Taylor Farms Retail, Inc.”

3. The Certificate has been approved unanimously by the Board of Directors of the Company.
4. The Certificate has been approved by the requisite vote of the shareholders of the Company pursuant to Section 902 of the California Corporations Code. There are One Thousand (1,000) issued and outstanding shares of the Company's Common Stock entitled to vote on this Amendment, fifty-one percent (51%) of the issued and outstanding shares are required to vote in favor of the Amendment in order for the Amendment to be effective, and exactly One Thousand (1,000) shares of the Company's Common Stock totaling One Hundred Percent (100%) of the Company's issued and outstanding Common Stock voted in favor of the Amendment which total exceeded the requisite amount of votes necessary for the Amendment to take effect.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Date: January 8, 2010

By: 
Nicholas DaCosta, President

By: 
Tom Bryan, Secretary

[SIGNATURE PAGE TO THE CERTIFICATE OF AMENDMENT TO THE
ARTICLES OF INCORPORATION WITH STATEMENT OF CONVERSION
OF TAYLOR FRESH VEGETABLES, INC.]

TRADEMARK
REEL: 004776 FRAME: 0968

JUL 13 2007

ARTICLES OF INCORPORATION
WITH STATEMENT OF CONVERSION
OF
TAYLOR FRESH VEGETABLES, INC.
(a Converted Corporation)

ARTICLE I

The name of this corporation is Taylor Fresh Vegetables, Inc.

ARTICLE II

The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

ARTICLE III

The name of this corporation's initial agent for service of process is:

Corporation Service Company, which will do business in California as
CSC-Lawyers Incorporating Service

ARTICLE IV

The corporation is authorized to issue only one class of shares of stock; and the total number of shares which this corporation is authorized to issue is one thousand (1,000), all of which will be designated Common Stock.

ARTICLE V

The liability of the directors of the corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.

ARTICLE VI

The corporation is authorized to provide indemnification of agents (as defined in Section 317 of the California Corporations Code) for breach of duty to the corporation and its shareholders through bylaw provisions or through agreements with the agents, or through shareholder resolutions, or otherwise, in excess of the indemnification otherwise permitted by Section 317 of the California Corporations Code, subject to the limits on such excess indemnification set forth in Section 204 of the California Corporations Code.

ARTICLE VII

The corporation reserves the right to amend, alter or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by law, and all rights

and powers conferred by these Articles of Incorporation on shareholders, directors and officers are granted subject to this reservation; provided, however, any repeal or modification of the provisions of Articles V, VI or this VII, shall not adversely affect any right to limitation of liability of a director or indemnification of agents of the corporation relating to acts or omissions occurring prior to such repeal or modification.

ARTICLE VIII
(Statement of Conversion)

The name of the converting California limited liability company is Foxy Foods, LLC. The limited liability company's California Secretary of State file number is 200010510161. The principal terms of the plan of conversion were approved by a vote of the sole member, which equaled or exceeded the vote required under Section 17540.3 of the California Corporations Code. There is one class of members entitled to vote and the percentage vote required is a majority in interest of the members. The limited liability company is converting into a California stock corporation.

It is hereby declared that I am the person who executed this instrument, which execution is my act and deed.

Dated: July 13, 2007

TAYLOR FRESH FOODS, INC.,
Sole Member of Foxy Foods, LLC and
Incorporator

By: 

Thomas M. Bryan
Chief Financial Officer and Secretary



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

MAY 07 2012

Date: _____

Debra Bowen

DEBRA BOWEN, Secretary of State

TRADEMARK

RECORDED: 05/10/2012

REEL: 004776 FRAME: 0971