

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT		
EFFECTIVE DATE:	09/30/1999		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Southern Roasted Nuts of Georgia, Inc.	FORMERLY Nutcracker Brands, Inc. Non-surviving entity of merger & name change	09/30/1999	CORPORATION: GEORGIA
RECEIVING PARTY DATA			
Name:	Nutcracker Brands, Inc.		
Street Address:	800 Market Street		
Internal Address:	Suite 2900		
City:	St. Louis		
State/Country:	MISSOURI		
Postal Code:	63101		
Entity Type:	CORPORATION: GEORGIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1766034	NUTCRACKER	
CORRESPONDENCE DATA			
Fax Number:			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	314-877-7501		
Email:	mshostet@ralcorp.com		
Correspondent Name:	Mark S. Hostetler		
Address Line 1:	800 Market Street		
Address Line 2:	Suite 2900		
Address Line 4:	St. Louis, MISSOURI 63101		
ATTORNEY DOCKET NUMBER:	NBI-000003		

CH \$40.00 1766034

NAME OF SUBMITTER:	Mark S. Hostetler
Signature:	/Mark S. Hostetler/
Date:	10/30/2012
Total Attachments: 2 source=Merger & name change dox for NUTCRACKER#page1.tif source=Merger & name change dox for NUTCRACKER#page2.tif	

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : K92720925
CONTROL NUMBER: J610132
EFFECTIVE DATE: 09/30/1999
REFERENCE : 0045
PRINT DATE : 09/29/1999
FORM NUMBER : 412

C T CORPORATION SYSTEM
PATTIE HARDY
1201 PEACHTREE ST.
ATLANTA, GA 30361

CERTIFICATE OF MERGER AND NAME CHANGE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby issue this certificate pursuant to Title 14 of the Official Code of Georgia annotated certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of the date shown above. Attached is a true and correct copy of the said filing.

Surviving Entity:

SOUTHERN ROASTED NUTS OF GEORGIA, INC., a Georgia corporation

Changing its name to:

NUTCRACKER BRANDS, INC.

Nonsurviving Entity/Entities:

NUTCRACKER BRANDS, INC., a Massachusetts corporation



Cathy Cox

Cathy Cox
Secretary of State

TRADEMARK
REEL: 004890 FRAME: 0660

**ARTICLES OF MERGER
OF
NUTCRACKER BRANDS, INC.
INTO
SOUTHERN ROASTED NUTS OF GEORGIA, INC.**

Pursuant to the provisions of the Georgia Business Corporation Code, Nutcracker Brands, Inc., a Massachusetts corporation ("Nutcracker") and Southern Roasted Nuts of Georgia, Inc., a Georgia corporation ("Survivor") adopt the following Articles of Merger ("Articles"). Nutcracker and Survivor are sometimes together referred to in these Articles as the "Constituent Corporations."

1. **Plan of Merger** - Effective September 30, 1999 (the "Effective Date"), Nutcracker shall be merged with and into Survivor and the separate existence of Nutcracker shall cease, with the effect that Survivor shall thereupon and thereafter possess and be vested with all the rights, privileges, immunities, franchises, causes of action and property, and be responsible and liable for all the liabilities and obligations, of each of the Constituent Corporations. On the Effective Date of the merger, all the outstanding stock of Nutcracker shall be cancelled and the outstanding stock of the Constituent Corporations shall consist solely of the outstanding stock of Survivor. From and after the Effective Date, the Articles of Incorporation and Bylaws of the Survivor shall remain the Articles of Incorporation and Bylaws of Nutcracker except that the name of Survivor shall be changed to Nutcracker Brands, Inc. This plan of merger may be rescinded at any time prior to the Effective Date by direction of a majority of the board of either corporation.
2. **Shareholder Approval** - Approval by the shareholder of Survivor on the Agreement and Plan of Merger was not required as provided by §14-2-1103 and §14-2-1002 of the laws of the State of Georgia. RH Financial Corporation, the sole shareholder of Nutcracker Brands, Inc., has duly approved the Agreement and Plan of Merger by unanimous written consent as provided by law.
3. **Board Approval** - The Board of Directors of each Constituent Corporation has approved the Agreement and Plan of Merger.
4. **Publication Certification** - Survivor certifies that a Notice of Merger and a publishing fee of \$40.00 have been mailed or delivered to an authorized newspaper, as required by law.

**SOUTHERN ROASTED NUTS OF
GEORGIA, INC.,** a Georgia corporation

By: W. E. Taylor
W. E. Taylor
Vice President

Dated: September 28, 1999

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NUTCRACKER BRANDS, INC.,
a Massachusetts corporation

By: W. E. Taylor
W. E. Taylor
Vice President

Dated: September 28, 1999

RECEIVED
SEP 29 1999
CLERK OF STATE