

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2008		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
The Girod Corporation		12/31/2008	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Reily Foods Company		
Street Address:	640 Magazine Street		
City:	New Orleans		
State/Country:	LOUISIANA		
Postal Code:	70130		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3549780	FIND YOUR FRONT PORCH	
CORRESPONDENCE DATA			
Fax Number:	2252483320		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	225-248-2098		
Email:	lphillips@joneswalker.com		
Correspondent Name:	Robert C. Tucker		
Address Line 1:	8555 United Plaza Blvd., 5th Floor		
Address Line 4:	Baton Rouge, LOUISIANA 70809		
ATTORNEY DOCKET NUMBER:	068721-00		
NAME OF SUBMITTER:	Robert C. Tucker		
Signature:	/robertctucker/		

CH \$40.00 3549780

Date:

03/27/2013

Total Attachments: 4

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"THE GIROD CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "REILY FOODS COMPANY" UNDER THE NAME OF "REILY FOODS COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FOURTH DAY OF DECEMBER, A.D. 2008, AT 1:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2008, AT 11:59 O'CLOCK P.M.

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

2317777 8100M

081230147



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7086013

DATE: 01-16-09

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

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:30 PM 12/24/2008
FILED 01:30 PM 12/24/2008
SRV 081230147 - 2317777 FILE

STATE OF DELAWARE
CERTIFICATE OF OWNERSHIP
MERGING
THE GIROD CORPORATION
INTO
REILY FOODS COMPANY

* * * * *

Pursuant to Section 253 of the General Corporation Law of Delaware, **REILY FOODS COMPANY**, a corporation organized and existing under the laws of Delaware,

DOES HEREBY CERTIFY:

FIRST: That this corporation was incorporated on the 30th day of November, 1992, pursuant to the General Corporation Law of the State of Delaware;

SECOND: That this corporation owns all of the outstanding shares of the stock of **THE GIROD CORPORATION**, a corporation incorporated on the 30th day of November, 1992, pursuant to the General Corporation Law of the State of Delaware;

THIRD: That this corporation, by the following resolutions of its Board of Directors, duly adopted by the unanimous written consent of its members, effective December 1 2008, determined to and did merge into itself **THE GIROD CORPORATION**:

WHEREAS, Reily Foods Company, a corporation organized and existing under the laws of the State of Delaware, owns 100% of the outstanding stock of The Girod Corporation, a corporation organized and existing under the laws of the State of Delaware, and

WHEREAS, the Board of Directors of Rely Foods Company desires to merge The Girod Corporation into itself pursuant to the provisions of Section 253 of the Delaware General Corporation Law and to be possessed of all the estate, property, rights, privileges and franchises of The Girod Corporation,

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of Rely Foods Company, a Delaware corporation ("Rely Foods"), does hereby adopt a plan of merger pursuant to the provisions of Section 253 of the Delaware General Corporation Law, whereby The Girod Corporation, a Delaware corporation ("Girod"), shall be merged with and into Rely Foods, in such a way that the corporate existence of Girod shall cease, Rely Foods shall acquire all the assets and assume all obligations and liabilities of Girod, the certificate of incorporation of Rely Foods shall in no way be modified or amended by virtue of the merger, and all of the outstanding capital stock of Girod shall be cancelled and extinguished by virtue of the merger;

FURTHER RESOLVED, that the President, any Vice-President, the Secretary, and Assistant Secretary, or any one of them acting alone, be and each of them is hereby authorized and empowered, for, in the name of, and on behalf of Rely Foods to execute, acknowledge, certify, deliver, record, and file (a) copies of the certificate of ownership, or such similar instrument as may be required by the laws of Delaware, with all such changes, additions, deletions, and alterations (not in conflict with the provisions of the preceding resolutions) as may be approved, in his absolute discretion, by the officer who executes the same, (b) resolutions, as sole shareholder of Girod, approving the transactions authorized herein, and (c) all such other documents, certificates, letters, acknowledgments, receipts, instruments, and agreements as may be deemed necessary or convenient in connection with the implementation and closing of the merger by such officer or officers in his, her or their absolute discretion;

FURTHER RESOLVED, that the President, any Vice-President, or any Secretary or Assistant Secretary of Rely Foods, or any one of them acting alone, be and each of them is hereby authorized and directed to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in any way necessary or proper to effect said merger and authorized and empowered, for, in the name of, and on behalf of Rely Foods to retain such counsel, accountants, and other advisors as they in their sole discretion shall deem necessary or appropriate in order to carry out the intents and purposes of the foregoing resolutions; and

FURTHER RESOLVED, that the merger shall become effective at 11:59 p.m. Eastern Time on December 31, 2008.

FOURTH: Anything herein or elsewhere to the contrary notwithstanding this merger may be amended or terminated and abandoned by the Board of Directors of RELY FOODS

COMPANY at any time prior to the time that this merger filed with the Secretary of State of Delaware becomes effective.

IN WITNESS WHEREOF, RELY FOODS COMPANY has caused this certificate to be signed by David T. Darragh, its President, this 15th day of December, 2008, but effective December 31, 2008.

RELY FOODS COMPANY

By:



DAVID T. DARRAGH
PRESIDENT