

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM298123

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
PROFESSOR CONNOR'S, INC.		01/29/2014	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	FRESHPET, INC.		
Street Address:	400 Plaza Drive		
City:	Secaucus		
State/Country:	NEW JERSEY		
Postal Code:	07094		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 22			
Property Type	Number	Word Mark	
Registration Number:	4239027	CHILLY WAGS	
Registration Number:	4239026	WAG-GURT	
Registration Number:	4456600	CELEBRATION COOKIE	
Registration Number:	4078249	THEY KNOW...FRESH IS BETTER	
Registration Number:	3383087	FRESHPET	
Registration Number:	4306121	WAG FACTOR	
Registration Number:	4490116	VITAL	
Registration Number:	3215115	PROFESSOR CONNOR'S DELI FRESH GENTLY COO	
Registration Number:	4127108	FRESH BONES	
Registration Number:	4127101	ROASTED MEALS	
Registration Number:	4127102	VETERINARY NUTRITION	
Registration Number:	4322208	FRESH FOOD FOR FIDO	
Registration Number:	3779569	NATURE'S FRESH	
Registration Number:	4318889	FRESHPET VITAL	
Registration Number:	3097552	DELI FRESH	
Registration Number:	4163353	DOGNATION	
Registration Number:	4163352	FRESHPET DOG JOY TREATS	
Registration Number:	4210970	VITAL COMPLETE MEALS	
Registration Number:	4028462	FRESHPET	
TRADEMARK			

CH \$565.00 4239027

Property Type	Number	Word Mark
Serial Number:	85966194	BARK FOR A CURE
Serial Number:	85659531	PETFRESH
Serial Number:	85659548	PETS EAT FRESH

CORRESPONDENCE DATA

Fax Number: 2124466460

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 2124464800

Email: hayley.smith@kirkland.com

Correspondent Name: Hayley Smith, Senior Legal Assistant

Address Line 1: Kirkland & Ellis LLP

Address Line 2: 601 Lexington Avenue

Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	12533-2 (HS)
NAME OF SUBMITTER:	Hayley Smith
SIGNATURE:	//Hayley Smith//
DATE SIGNED:	03/13/2014

Total Attachments: 2

source=PROFESSOR CONNOR S INC DE - CERTIFICATE OF AMENDMENT#page1.tif

source=PROFESSOR CONNOR S INC DE - CERTIFICATE OF AMENDMENT#page2.tif

Delaware

PAGE 1

The First State

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 AMENDMENT OF "PROFESSOR CONNOR'S, INC.", CHANGING ITS NAME FROM "PROFESSOR CONNOR'S, INC." TO "FRESHPET, INC.", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF JANUARY, A.D. 2014, AT 11:27 O'CLOCK A.M.

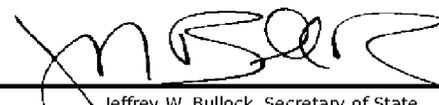
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

3880284 8100

140105247

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1094647

DATE: 01-29-14

TRADEMARK
REEL: 005237 FRAME: 0102

**CERTIFICATE OF AMENDMENT
TO THE
SECOND AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF PROFESSOR CONNOR'S, INC.**

Professor Connor's, Inc. (the "Corporation"), a corporation duly organized and existing under the General Corporation Law of the State of Delaware (the "DGCL"),

DOES HEREBY CERTIFY:

1. The name of the corporation is Professor Connor's, Inc.
2. Article FIRST of the Amended and Restated Certificate of Incorporation of the Corporation is hereby restated, in its entirety, to read as follows:

"FIRST: The name of this Corporation is Freshpet, Inc. (the "Corporation")."

3. The foregoing amendment was duly adopted in accordance with Sections 228 and 242 of the DGCL.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be executed on January 29, 2014.

PROFESSOR CONNOR'S, INC.

By: /s/ Richard C. Thompson
Name: Richard C. Thompson
Title: Chief Executive Officer