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Electronic Version v1.1  
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ETAS ID: TM310927



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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
S-L Private Brands, merged into		06/30/2014	LIMITED LIABILITY COMPANY: NORTH CAROLINA
S-L Snacks IA, LLC		06/30/2014	LIMITED LIABILITY COMPANY: NORTH CAROLINA

RECEIVING PARTY DATA

Name:	Shearer's Foods Burlington, LLC
Street Address:	100 Lincoln Way East
City:	Massillon
State/Country:	OHIO
Postal Code:	44646
Entity Type:	LIMITED LIABILITY COMPANY: NORTH CAROLINA

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	3516101	BRENT & SAM'S
Registration Number:	3611223	BRENT & SAM'S PREMIUM GOURMET COOKIES
Registration Number:	1582820	DELICIOUS
Registration Number:	4003851	DELICIOUS BAKERY
Registration Number:	4053155	HOMEKIST
Registration Number:	4068738	HOMEKIST
Registration Number:	4162252	HOMEKIST
Registration Number:	2337901	HOMEKIST - OLD FASHIONED BAKED GOODNESS
Serial Number:	85223212	LET'S GRAB A BITE TOGETHER & CATCH UP
Registration Number:	0892552	MORNING COFFEE
Registration Number:	2292846	VISTA
Registration Number:	0543439	VISTA

CH \$315.00 3516101

CORRESPONDENCE DATA

Fax Number: 3128622200

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

**Phone:** 3128622000  
**Email:** rob.soneson@kirkland.com  
**Correspondent Name:** Rob Soneson  
**Address Line 1:** 300 N LaSalle  
**Address Line 2:** Kirkland & Ellis LLP  
**Address Line 4:** Chicago, ILLINOIS 60654

<b>ATTORNEY DOCKET NUMBER:</b>	14749-4-RFS
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<b>NAME OF SUBMITTER:</b>	Rob Soneson
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<b>SIGNATURE:</b>	/rsoneson/
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<b>DATE SIGNED:</b>	07/16/2014
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**Total Attachments: 4**

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# NORTH CAROLINA

## Department of the Secretary of State

To all whom these presents shall come, Greetings:

I, Elaine F. Marshall, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

### ARTICLES OF MERGER

OF

**SHEARER'S FOODS BURLINGTON, LLC**

the original of which was filed in this office on the 30th day of June, 2014.



Scan to verify online.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 30th day of June, 2014.

*Elaine F. Marshall*

Secretary of State

Certification# 95749337-1 Reference# 12106799- Page: 1 of 4  
Verify this certificate online at [www.secretary.state.nc.us/verification](http://www.secretary.state.nc.us/verification)

TRADEMARK  
REEL: 005340 FRAME: 0741

*State of North Carolina  
Department of the Secretary of State*

**ARTICLES OF MERGER**

Pursuant to North Carolina General Statute Sections 55-11-05(a), 55A-11-09(d), 55A-11-04, 57D-9-42, 59-73.32(a) and 59-1072(a), as applicable, the undersigned entity does hereby submit the following Articles of Merger as the surviving business entity in a merger between two or more business entities.

1. The name of the surviving entity is S-L Snacks IA, LLC, a (check one)  
☐ corporation, ☐ nonprofit corporation, ☐ professional corporation, ☒ limited liability company,  
☐ limited partnership, ☐ partnership, ☐ limited liability partnership organized under the laws of  
North Carolina (state or country).

2. The address of the surviving entity is:

Street Address 100 Lincoln Way East City Massillon  
 State Ohio Zip Code 44646 County Stark

- (a) (Complete only if the surviving business entity is a foreign business entity that is not authorized to transact business or conduct affairs in North Carolina.) The mailing address of the surviving foreign business entity is:

Street Address \_\_\_\_\_ City \_\_\_\_\_  
 State \_\_\_\_\_ Zip Code \_\_\_\_\_ County \_\_\_\_\_

The Surviving foreign business entity will file a statement of any subsequent change in its mailing address with the North Carolina Secretary of State.

3. For each merging entity: (if more than one, complete on separate sheet and attach.)

The name of the merged entity is S-L Snacks Private Brands, LLC, a (check one)  
☐ corporation, ☐ nonprofit corporation, ☐ professional corporation, ☒ limited liability company,  
☐ limited partnership, ☐ partnership, ☐ limited liability partnership organized under the laws of  
North Carolina (state or country).

The mailing address of each merging entity is: (if more than one, complete on separate sheet and attach)

Street Address 100 Lincoln Way East City Massillon  
 State Ohio Zip Code 44646 County Stark

4. If the surviving business entity is a domestic business entity, the text of each amendment, if any, to the Articles of Incorporation, Articles of Organization, or Certificate of Limited Partnership within the Plan of Merger is attached.

5. A Plan of Merger has been duly approved in the manner required by law by each of the business entities participating in the merger.

6. These articles will be effective upon filing unless a delayed date and/or time is specified \_\_\_\_\_.

This the 30<sup>th</sup> day of June, 2014.

S-L Snacks IA, LLC

Freddie Kohmann  
Name of Entity

Freddie Kohmann  
Signature

Freddie Kohmann, Chief Financial Officer

Type or Print Name and Title

NOTES:

1. Filing fee is \$50 for For-profit entities.
2. Filing fee is \$25 for Non-profit entities.
3. This document must be filed with the Secretary of State. Certificate(s) of Merger must be registered pursuant to the requirements of N.C.G.S. Section 47-18.1

CORPORATIONS DIVISION  
(Revised January 2014)

P. O. BOX 29622

RALEIGH, NC 27626-0622  
(Form BE-15)

EXHIBIT A

**AMENDMENT TO ARTICLES OF ORGANIZATION  
OF  
S-L SNACKS IA, LLC**

The Articles of Organization of S-L Snacks IA, LLC is hereby amended by deleting Articles I and VII in their entirety and substituting the following in lieu thereof:

ARTICLE I  
NAME OF THE LIMITED LIABILITY COMPANY

Article I of the Articles of Organization, as amended by the Amendment of the Articles of Organization, is hereby deleted in its entirety and replaced with the following new Article I:

“The name of the Limited Liability Company is Shearer’s Foods Burlington, LLC”

ARTICLE VII  
PRINCIPAL OFFICE

Article VII of the Articles of Organization, as amended by the Amendment of the Articles of Organization, is hereby deleted and replaced with the following new Article VII:

100 Lincoln Way East, Massillon, Stark County, Ohio 44646

These amendments will be effective at the same time the Articles of Merger to which this amendment is attached become effective.