TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM340718

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/19/2014

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
BCCK Holdings, Inc.		12/18/2014	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	B&G Foods North America, Inc.
Street Address:	Four Gatehall Drive
Internal Address:	Suite 110
City:	Parsippany
State/Country:	NEW JERSEY
Postal Code:	07054
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Serial Number:	74174128	100% PURE
Serial Number:	74015513	100% PURE
Serial Number:	74430872	CANOLEO
Serial Number:	72108546	CARY'S
Serial Number:	74364789	NEW YORK FLATBREADS
Serial Number:	74432134	SPRING TREE
Serial Number:	76586550	SPRING TREE
Serial Number:	85133013	
Serial Number:	85120702	SPRING TREE

CH $240.00 74174128

CORRESPONDENCE DATA

Fax Number: 3128278185

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: 312-807-4350
Email: chicago.trademarks@klgates.com, sana.hakim@klgates.com
Correspondent Name: Sana Hakim c/o K&L Gates LLP
Address Line 1: P.O. Box 1135
Address Line 4: Chicago, ILLINOIS 60690-1135

NAME OF SUBMITTER:	Sana Hakim
SIGNATURE:	/sh/
DATE SIGNED:	05/08/2015

Total Attachments: 4

source=1BCCK Holdings B&G Foods North America Certificate of Merger 2014#page1.tif
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Delaware

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 MERGER, WHICH MERGES:

"BCCK HOLDINGS, INC.", A DELAWARE CORPORATION,

WITH AND INTO "B&G FOODS NORTH AMERICA, INC." UNDER THE NAME OF "B&G FOODS NORTH AMERICA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE NINETEENTH DAY OF DECEMBER, A.D. 2014, AT 5:45 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE NINETEENTH DAY OF DECEMBER, A.D. 2014, AT 11:59 O'CLOCK P.M.

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

Jeffrey W. Bullock, Secretary of State

2994388 8100M

AUTHENTICATION: 1996943

141567633

DATE: 12-30-14

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

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:45 PM 12/19/2014
FILED 05:45 PM 12/19/2014
SRV 141567633 - 2994388 FILE

CERTIFICATE OF MERGER

OF

BCCK HOLDINGS, INC.,
a Delaware corporation

WITH AND INTO

B&G FOODS NORTH AMERICA, INC.,
a Delaware corporation

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The undersigned corporation, organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY AS FOLLOWS:

FIRST: The name and state of incorporation of each of the constituent corporations to the merger (the "Constituent Corporations") are as follows:

Name	State of Incorporation
BCCK Holdings, Inc.	Delaware
B&G Foods North America, Inc.	Delaware

SECOND: That an Agreement and Plan of Merger, dated as of December 18, 2014 (the "Merger Agreement"), by and between BCCK Holdings, Inc., a Delaware corporation ("BCCK") and B&G Foods North America, Inc., a Delaware corporation, providing for the merger of BCCK with and into B&G Foods North America, Inc., has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the requirements of Section 251 of the General Corporation Law of the State of Delaware.

THIRD: That the name of the surviving corporation is B&G Foods North America, Inc. (the "Surviving Corporation").

FOURTH: That the Certificate of Incorporation of B&G Foods North America, Inc. shall be the Certificate of Incorporation of the Surviving Corporation.

FIFTH: That the Constituent Parties intend that, for U.S. income tax purposes, the transaction contemplated by the Merger Agreement constitutes a liquidation under Sections 332 and 337 of the Internal Revenue Code, and the Constituent Parties have adopted the Merger Agreement as a plan of liquidation.

SIXTH: That an executed copy of the Merger Agreement is on file at an office of the Surviving Corporation at the following address: Four Gatehall Drive, Suite 110, Parsippany, NJ 07054.

SEVENTH: That a copy of the Merger Agreement will be furnished by the Surviving Corporation, on request, and without cost, to any stockholder or shareholder of the Constituent Corporations.

EIGHTH: That this Certificate of Merger shall be effective as of December 19 2014 at 11:59 p.m. Eastern Time.

[*Signature Page Follows*]

TRADEMARK
REEL: 005512 FRAME: 0869

IN WITNESS WHEREOF, B&G Foods North America, Inc. has caused this Certificate of Merger to be executed this 18th day of December, 2014.

B&G FOODS NORTH AMERICA, INC.

By: _____

Name: Scott E. Lerner
Title: Executive Vice President