

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM361690

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	05/02/2011		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Tropical Nut & Fruit, Inc.		04/20/2011	CORPORATION: FLORIDA
RECEIVING PARTY DATA			
Name:	Tropical Nut & Fruit Co.		
Street Address:	1100 Continental Blvd.		
City:	Charlotte		
State/Country:	NORTH CAROLINA		
Postal Code:	28273		
Entity Type:	CORPORATION: NORTH CAROLINA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3080664	PALATABLE PLEASURES	
CORRESPONDENCE DATA			
Fax Number:			
<i>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.</i>			
Email:	jjs@schwartz-iplaw.com		
Correspondent Name:	Jeffrey J. Schwartz		
Address Line 1:	6100 Fairview Road, Suite 1135		
Address Line 4:	Charlotte, NORTH CAROLINA 28210		
ATTORNEY DOCKET NUMBER:	345/63		
NAME OF SUBMITTER:	Jeffrey J. Schwartz		
SIGNATURE:	/jjs/		
DATE SIGNED:	11/09/2015		
Total Attachments: 3			
source=Merged_C201111600171_1c427636cb3641a6a354cf390efa0bdd#page1.tif			
source=Merged_C201111600171_1c427636cb3641a6a354cf390efa0bdd#page2.tif			
source=Merged_C201111600171_1c427636cb3641a6a354cf390efa0bdd#page3.tif			

OP \$40.00 3080664

ARTICLES OF MERGER

Pursuant to Sections 55-11-05 and 55-11-07 of the General Statutes of North Carolina, the undersigned corporation does hereby submit the following Articles of Merger as the surviving corporation in a merger between a domestic business corporation and a foreign business corporation:

1. The merging corporations are TROPICAL NUT & FRUIT CO., a corporation organized under the laws of North Carolina and TROPICAL NUT AND FRUIT, INC., a corporation organized under the laws of the state of Florida.

2. The surviving corporation is TROPICAL NUT & FRUIT CO., a corporation organized under the laws of North Carolina, and is authorized to conduct business and its affairs in North Carolina.

3. Attached is a copy of the Plan of Merger that was duly approved in the manner prescribed by law by each of the corporations participating in the merger, a copy of which is attached hereto as Exhibit "A."

4. With respect to the surviving corporation, shareholder approval was required for the merger and the plan of merger was approved by the shareholders as required by Chapter 55 of the North Carolina General Statutes.

5. With respect to the merged corporation, shareholder approval was required for the merger and the plan of merger was approved by the shareholders as required by Chapter 55 of the North Carolina General Statutes and Chapter 607 of the Florida Statutes.


6. The merger is permitted by the laws of the state of incorporation of each foreign entity which is a party to the merger.

7. Each foreign entity which is a party has complied or shall comply with the applicable law of its state of incorporation.

8. These articles shall be effective as of May 2, 2011.

Dated this 20 day of April, 2011.

TROPICAL NUT & FRUIT CO.,
a North Carolina corporation



John Bauer, President

EXHIBIT "A" TO ARTICLES OF MERGER

PLAN OF MERGER OF TROPICAL NUT & FRUIT CO., A NORTH CAROLINA CORPORATION And TROPICAL NUT AND FRUIT, INC., A FLORIDA CORPORATION

The following plan of merger has been adopted by the Boards of Directors of TROPICAL NUT & FRUIT CO., a North Carolina corporation, and TROPICAL NUT AND FRUIT, INC., a Florida corporation:

1. The names of each constituent corporation to the merger are TROPICAL NUT & FRUIT CO., a North Carolina corporation, and TROPICAL NUT AND FRUIT, INC., a Florida corporation.
2. The name of the surviving corporation is TROPICAL NUT & FRUIT CO., a North Carolina corporation.
3. The terms and conditions of the merger are as follows:
 - (a) Until amended or repealed, as provided therein, the bylaws of TROPICAL NUT & FRUIT CO., a North Carolina corporation, as in effect at the time the merger shall become effective, shall be the by-laws of the surviving corporation.
 - (b) The first annual meeting of the shareholders of the surviving corporation held after the effective date of this merger shall be the next annual meeting provided by the by-laws of TROPICAL NUT & FRUIT CO., a North Carolina corporation.
 - (c) All persons who at the date the merger becomes effective shall be the officers of TROPICAL NUT & FRUIT CO., a North Carolina corporation, shall be and remain like officers of the surviving corporation, until the board of directors of the surviving corporation shall elect their respective successors.
 - (d) The first regular meeting of the board of directors of the surviving corporation shall be held as soon as practicable after the date on which the merger shall become effective and may be called in the manner provided in the by-laws of TROPICAL NUT & FRUIT CO., a North Carolina corporation, for the calling of special meetings of the board of directors and may be held at the time and place specified in the notice of the meeting.
 - (e) The surviving corporation shall pay all expenses of carrying this plan of merger into effect and of accomplishing the merger.
 - (f) When the merger shall become effective, the separate existence of TROPICAL NUT AND FRUIT, INC., a Florida corporation, shall cease, and the corporation shall be merged into the surviving corporation, and the surviving corporation shall possess all the rights, privileges, powers and franchises of a public and private nature and be subject to all the restrictions, disabilities, and duties of each of the corporations, and all the rights, privileges, powers and franchises of each of the corporations.
 - (g) All property (real, personal and mixed) and all debts due to each of the corporations shall be vested in the surviving corporation. All other things belonging to each corporation shall be vested in the surviving corporation. All property, rights and privileges, powers and franchises, and every other interest shall be thereafter as effectually the property of the surviving corporation as they were

of the two constituent corporations. The title to any real estate, whether by deed or otherwise, vested in either of the corporations, shall not revert or be in any way impaired by reason of this merger, provided that all rights of creditors and all liens upon the property of either of the corporations shall be preserved unimpaired, and all debts, liabilities and duties of TROPICAL NUT AND FRUIT, INC., a Florida corporation, shall thereafter attach to the surviving corporation, and may be enforced against it to the same extent as if the debts, liabilities and duties had been incurred or contracted by it.

(h) If at any time the surviving corporation shall be advised that further assignments or assurances in law or any other things are necessary or desirable to vest in the surviving corporation, according to the terms thereof, the title to any property or rights of TROPICAL NUT AND FRUIT, INC., a Florida corporation, the proper officers and directors of TROPICAL NUT AND FRUIT, INC., a Florida corporation, shall execute all such proper assignments and assurances and do all things necessary or proper to vest title in such property or rights in the surviving corporation, and otherwise to carry out the purposes of this plan of merger.

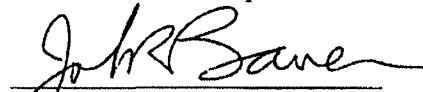
4 The manner and basis of conversion of the shares are as follows:

As all of the outstanding shares of TROPICAL NUT AND FRUIT, INC., a Florida corporation, the merging corporation, are owned by the surviving corporation, TROPICAL NUT & FRUIT CO., a North Carolina corporation, such outstanding shares of TROPICAL NUT AND FRUIT, INC., a Florida corporation, shall be retired. No additional shares of TROPICAL NUT & FRUIT CO., a North Carolina corporation, will be issued or converted.

5. The effective date of the merger shall be May 2, 2011.

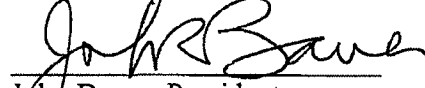
Dated this 20 day of April, 2011.

TROPICAL NUT & FRUIT CO., a
North Carolina corporation



John Bauer, President

TROPICAL NUT AND FRUIT, INC., a
Florida corporation



John Bauer, President