

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM380190

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER AND CHANGE OF NAME		
<b>EFFECTIVE DATE:</b>	02/29/2016		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Diamond Foods, Inc.		02/29/2016	Corporation: DELAWARE
<b>NEWLY MERGED ENTITY DATA</b>			
<b>Name</b>	<b>Execution Date</b>	<b>Entity Type</b>	
Shark Acquisition Sub II, LLC	02/29/2016	Limited Liability Company: DELAWARE	
<b>MERGED ENTITY'S NEW NAME (RECEIVING PARTY)</b>			
<b>Name:</b>	Diamond Foods, LLC		
<b>Street Address:</b>	1050 S. Diamond Street		
<b>City:</b>	Stockton		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	95205		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	86782267	SHAKE & SPOON	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	4155911400		
<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>			
<b>Phone:</b>	415-591-1000		
<b>Email:</b>	trademarksSF@winston.com		
<b>Correspondent Name:</b>	Winston & Strawn LLP - J. Golinveaux		
<b>Address Line 1:</b>	101 California Street		
<b>Address Line 4:</b>	San Francisco, CALIFORNIA 94111		
<b>ATTORNEY DOCKET NUMBER:</b>	251332.01000		
<b>NAME OF SUBMITTER:</b>	Jennifer A. Golinveaux		
<b>SIGNATURE:</b>	/Jennifer A. Golinveaux/		
<b>DATE SIGNED:</b>	04/11/2016		

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**Total Attachments: 4**

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# Delaware

The First State

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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:

"DIAMOND FOODS, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "SHARK ACQUISITION SUB II, LLC" UNDER THE NAME OF "DIAMOND FOODS, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF FEBRUARY, A.D. 2016, AT 2:23 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-NINTH DAY OF FEBRUARY, A.D. 2016 AT 5:30 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

5860187 8100M  
SR# 20161319193

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 201904457  
Date: 02-29-16

**TRADEMARK**  
**REEL: 005769 FRAME: 0309**

**CERTIFICATE OF MERGER**

**OF**

**DIAMOND FOODS, INC.,  
A DELAWARE CORPORATION**

**INTO**

**SHARK ACQUISITION SUB II, LLC,  
A DELAWARE LIMITED LIABILITY COMPANY**

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Pursuant to Section 264 of the General Corporation Law of the State of Delaware and Section 18-209 of the Limited Liability Company Act of the State of Delaware

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Shark Acquisition Sub II, LLC, a Delaware limited liability company ("**Merger Sub II**"), does hereby certify as follows:

FIRST: Merger Sub II is a limited liability company duly organized and existing under the laws of the state of Delaware. Diamond Foods, Inc. ("**Diamond**") is a corporation duly organized and existing under the laws of the state of Delaware.

SECOND: An Agreement and Plan of Merger and Reorganization (the "**Agreement**"), dated as of October 27, 2015, by and among Snyder's-Lance, Inc., a North Carolina corporation, Shark Acquisition Sub I, Inc., a Delaware corporation, Merger Sub II, and Diamond, setting forth the terms and conditions of the merger of Diamond with and into Merger Sub II (the "**Merger**"), has been approved, adopted, executed and acknowledged by each of the constituent entities in accordance with Section 264 of the General Corporation Law of the State of Delaware and Section 18-209 of Limited Liability Company Act of the State of Delaware.

THIRD: The name of the entity surviving the Merger (the "**Surviving Entity**") shall be Shark Acquisition Sub II, LLC.

FOURTH: The Certificate of Formation of Merger Sub II shall be amended as follows:

Article FIRST of the Certificate of Formation of the Company be and the same is hereby amended to read as follows:

FIRST: The name of the limited liability company is Diamond Foods, LLC.

Article SECOND of the Certificate of Formation of the Company be and the same is hereby amended to read as follows:

SECOND: The address of its registered office in the State of Delaware is Registered Agent Solutions, Inc., 1679 S. DuPont Highway Suite 100, Dover, Kent County, DE 19901. The name of its registered agent at such address is Registered Agent Solutions, Inc.

FIFTH: An executed copy of the Agreement is on file at the principal place of business of the Surviving Entity at the following address:

Shark Acquisition Sub II, LLC  
13515 Ballantyne Corporate Pl  
Charlotte, NC 28277

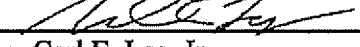
SIXTH: A copy of the Agreement will be furnished by the Surviving Entity, on request and without cost, to any stockholder or member as applicable, of either constituent entity.

SEVENTH: The Merger is to become effective as of 5:30 p.m. (Eastern Standard Time) on February 29, 2016.

**[Remainder of page intentionally left blank]**

IN WITNESS WHEREOF, Shark Acquisition Sub II, LLC has caused this Certificate of Merger to be executed in its company name as of the 21<sup>st</sup> day of February 2016.

**SHARK ACQUISITION SUB II, LLC**

By:   
Name: Carl E. Lee, Jr.  
Title: President and Chief Executive Officer