

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM392633

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Progressive Produce Corporation		01/26/2016	Corporation: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Progressive Produce LLC		
<b>Street Address:</b>	5790 Peachtree Street		
<b>City:</b>	Los Angeles		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	90040		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 9</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2963292	MICRO BAKER	
<b>Registration Number:</b>	2264532	PACIFIC GOLD	
<b>Registration Number:</b>	2297526	PACIFIC GOLD	
<b>Registration Number:</b>	3867479	NATURE'S BOUNTY	
<b>Registration Number:</b>	4159945	DULCE SWEET ONIONS	
<b>Registration Number:</b>	4050938	OLE PACIFICA	
<b>Registration Number:</b>	4048433	HOLLYWOOD FRIES	
<b>Registration Number:</b>	4489411	USA GROWN	
<b>Registration Number:</b>	4594117	MICRO BAKER BITES	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	7037392815		
<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>Email:</b>	iprecordals@cpaglobal.com, pKarmakar@cpaglobal.com		
<b>Correspondent Name:</b>	CPA GLOBAL LIMITED		
<b>Address Line 1:</b>	LIBERATION HOUSE		
<b>Address Line 2:</b>	CASTLE STREET		
<b>Address Line 4:</b>	ST HELIER, JERSEY JE		
<b>NAME OF SUBMITTER:</b>	Helen Birrell		

CH \$240.00 2963292

<b>SIGNATURE:</b>	/H/BIRRELL/IPR/PK/ProgressivePC/CoLE9TM/
<b>DATE SIGNED:</b>	07/26/2016
<b>Total Attachments: 4</b> source=Progressive Produce Corp - LLC (2)#page1.tif source=Progressive Produce Corp - LLC (2)#page2.tif source=Progressive Produce LLC - CA Certificate of Conversion#page1.tif source=Progressive Produce LLC - CA Certificate of Conversion#page2.tif	

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201602610386



State of California  
Secretary of State

2474974 'out'

Limited Liability Company  
Articles of Organization - Conversion

LLC-1A File #

FILED *zhr*  
Secretary of State *VM*  
State of California

JAN 26 2016

IMPORTANT -- Read all instructions before completing this form.

*ICC*

This Space For Filing Use Only

Converted Entity Information

1. Name of Limited Liability Company (The name must include the words Limited Liability Company or the abbreviations LLC or L.L.C. The words Limited and Company may be abbreviated to Ltd. and Co., respectively.)

Progressive Produce LLC

2. The purpose of the limited liability company is to engage in any lawful act or activity for which a limited liability company may be organized under the California Revised Uniform Limited Liability Company Act.

3. The limited liability company will be managed by (check only one):

One Manager

More Than One Manager

All Limited Liability Company Member(s)

4. Initial Street Address of Limited Liability Company's Designated Office in CA City State Zip Code  
5790 Peachtree Street Los Angeles CA 90040

5. Initial Mailing Address of Limited Liability Company, if different from Item 4 City State Zip Code

6. Initial Agent for Service of Process: Item 6a: List the name of an individual or a corporation registered in CA under California Corporations Code section 1505 that agrees to be your agent for service of process. You may not list the converted entity as the agent. Item 6b: If the agent is an individual, list the agent's CA business or residential street address. Item 6c: If the agent is an individual and the converting entity is a CA corporation, limited partnership or general partnership, list the the agent's mailing address. Do not list an address if the agent is a CA registered corporate agent as the address for service of process is already on file

a. Name of Agent For Service of Process

James K. Leimkuhler

b. If an individual, Street Address of Agent for Service of Process - Do not list a P.O. Box City State Zip Code  
5790 Peachtree Street Los Angeles CA 90040

c. If an individual, Mailing Address of Agent for Service of Process City State Zip Code  
5790 Peachtree Street Los Angeles CA 90040

Converting Entity Information

7. Name of Converting Entity  
Progressive Produce Corporation

8. Form of Entity  
corporation

9. Jurisdiction  
California

10. CA Secretary of State File Number, if any  
2474974

11. The principal terms of the plan of conversion were approved by a vote of the number of interests or shares of each class that equaled or exceeded the vote required. If a vote was required, the following was required for each class:

The class and number of outstanding interests entitled to vote. AND The percentage vote required of each class.  
Common Stock - 670 In excess of 50%

Additional Information

12. Additional information set forth on the attached pages, if any, is incorporated herein by this reference and made part of this certificate.

13. I certify under penalty of perjury that the contents of this document are true. I declare I am the person who executed this instrument, which execution is my act and deed.

*James K. Leimkuhler*  
Signature of Authorized Person

James K. Leimkuhler - President  
Type or Print Name and Title of Authorized Person

*Ralph Heimann*  
Signature of Authorized Person

Ralph Heimann - Chief Financial Officer  
Type or Print Name and Title of Authorized Person



I hereby certify that the foregoing transcript of 1 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

JAN 26 2016

Date: \_\_\_\_\_

Handwritten signature of Alex Padilla in cursive.

ALEX PADILLA, Secretary of State

**TRADEMARK**

**REEL: 005840 FRAME: 0733**



State of California  
Secretary of State

Certificate of Conversion

CONV-1A

File #

201602610386

FILED  
Secretary of State  
State of California

JAN 27 2016

This Space For Filing Use Only

IMPORTANT — Read all instructions before completing this form.

Converted Entity Information

1. Name of Converted Entity  
Progressive Produce LLC

2. Form of Entity  
LLC

3. Jurisdiction  
Delaware

4. Mailing Address of Chief Executive Office  
5790 Peachtree Street Los Angeles CA 90040

5. Street Address of Chief Executive Office - Do not list a P.O. Box  
5790 Peachtree Street Los Angeles CA 90040

6. Street Address of the California Office, if any - Do not list a P.O. Box  
5790 Peachtree Street Los Angeles CA 90040

7. If the converting entity is a California corporation, limited liability company, limited partnership or general partnership, you must designate an agent for service of process: Item 7a: List the name of an individual or a corporation registered in CA under California Corporations Code section 1505 that agrees to be your agent for service of process. You may not list the converted entity as the agent. Item 7b: If the agent is an individual, list the agent's business or residential street address. Item 7c: If the agent is an individual, list the mailing address of the converted entity's agent. Do not list an address if the agent is a California registered corporate agent as the address for service of process is already on file.

a. Name of Agent For Service of Process  
James K. Leimkuhler

b. If an individual, Street Address of Agent for Service of Process - Do not list a P.O. Box  
5790 Peachtree Street Los Angeles CA 90040

c. If an individual, Mailing Address of Agent for Service of Process  
5790 Peachtree Street Los Angeles CA 90040

Converting Entity Information

8. Name of Converting Entity  
Progressive Produce LLC

9. Form of Entity  
LLC

10. Jurisdiction  
California

11. CA Secretary of State File Number, if any  
201602610386

12. The principal terms of the plan of conversion were approved by a vote of the number of interests or shares of each class that equaled or exceeded the vote required. If a vote was required, the following was required for each class:  
The class and number of outstanding interests entitled to vote. AND The percentage vote required of each class.  
LLC Membership Interests - 100% 100%

Additional Information

13. Additional information set forth on the attached pages, if any, is incorporated herein by this reference and made part of this certificate.

14. I certify under penalty of perjury under the laws of the State of California that the foregoing is true and correct of my own knowledge. I declare I am the person who executed this instrument, which execution is my act and deed.  
January 27, 2016  
Date  
Signature of Authorized Person  
James K. Leimkuhler, President of JVJ Holdings, Inc., its Sole Member  
Type or Print Name and Title of Authorized Person



I hereby certify that the foregoing transcript of 1 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

JAN 27 2016

Date: \_\_\_\_\_ *BD*

*Alex Padilla*

ALEX PADILLA, Secretary of State