

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM393330

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	02/29/2016

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Diamond Foods, Inc.		02/29/2016	Corporation: DELAWARE

NEWLY MERGED ENTITY DATA

Name	Execution Date	Entity Type
Shark Acquisition Sub II, LLC	02/29/2016	Limited Liability Company: DELAWARE

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

Name:	Diamond Foods, LLC
Street Address:	1050 S. Diamond Street
City:	Stockton
State/Country:	CALIFORNIA
Postal Code:	95205
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 35

Property Type	Number	Word Mark
Registration Number:	3115217	100 CALORIE POP
Registration Number:	0796084	CALWAL
Registration Number:	3455993	COCOA ROAST
Registration Number:	2975312	
Registration Number:	1299727	
Registration Number:	1365849	
Registration Number:	0511213	DIAMOND
Registration Number:	1890026	DIAMOND
Registration Number:	0130162	DIAMOND BRAND
Registration Number:	0724880	DIAMOND BRAND
Registration Number:	3981595	DIAMOND OF CALIFORNIA
Registration Number:	1801304	DIAMOND OF CALIFORNIA
Registration Number:	2449847	DIAMOND OF CALIFORNIA
Registration Number:	1299723	DIAMOND OF CALIFORNIA

CH \$890.00 3115217

Property Type	Number	Word Mark
Registration Number:	0728907	EMERALD
Registration Number:	3765476	EMERALD
Registration Number:	0639432	EMERALD
Registration Number:	3498270	EMERALD COCOA ROAST
Registration Number:	2093018	EMERALD OF CALIFORNIA
Registration Number:	3799366	FEED YOUR FINGERS
Registration Number:	1129023	HARMONY
Registration Number:	1129029	HARMONY
Registration Number:	1397028	HARMONY
Registration Number:	2665022	HARMONY
Registration Number:	2682629	HARMONY
Registration Number:	2901557	HARVEST RESERVE
Registration Number:	2192949	JUMBO POP
Registration Number:	4883153	MADE FOR HOMEMADE
Registration Number:	3980362	MOVIE NIGHT MAKER
Registration Number:	1397053	POP SECRET
Registration Number:	1983966	POP SECRET
Registration Number:	4705135	POP SECRET
Registration Number:	1408825	POP-SECRET
Registration Number:	0808927	SUNTAND
Registration Number:	1517330	TROPICAL TRAIL MIX

CORRESPONDENCE DATA

Fax Number:

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: 2122942684

Email: trademarkny@winston.com

Correspondent Name: Jennifer A. Golinveaux

Address Line 1: 101 California Street

Address Line 2: Winston & Strawn LLP

Address Line 4: San Francisco, CALIFORNIA 94111-5840

ATTORNEY DOCKET NUMBER: 251332.01000

NAME OF SUBMITTER: Jennifer A. Golinveaux

SIGNATURE: /Jennifer A. Golinveaux/

DATE SIGNED: 08/01/2016

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

Authentication: 201904457
Date: 02-29-16

TRADEMARK
REEL: 005844 FRAME: 0660

CERTIFICATE OF MERGER

OF

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

INTO

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

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

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 21st day of February 2016.

SHARK ACQUISITION SUB II, LLC

By: 

Name: Carl E. Lee, Jr.

Title: President and Chief Executive Officer