

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM404445

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME		
EFFECTIVE DATE:	01/19/2016		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Sweet Harvest Foods Management Company		01/01/2016	Corporation: MINNESOTA
NEWLY MERGED ENTITY DATA			
Name	Execution Date	Entity Type	
Sweet Harvest Foods Company	01/01/2016	Corporation: MINNESOTA	
MERGED ENTITY'S NEW NAME (RECEIVING PARTY)			
Name:	Sweet Harvest Foods Company		
Street Address:	15100 Business Pkwy.		
City:	Rosemount		
State/Country:	MINNESOTA		
Postal Code:	55068		
Entity Type:	Corporation: MINNESOTA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2187832		
CORRESPONDENCE DATA			
Fax Number:	6128365599		
<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>			
Phone:	6128365500		
Email:	ipdocketing@petersonhabicht.com		
Correspondent Name:	Katheryn A. Gettman		
Address Line 1:	33 South Sixth Street, Suite 3900		
Address Line 2:	c/o Peterson Habicht, PA		
Address Line 4:	Minneapolis, MINNESOTA 55402		
NAME OF SUBMITTER:	Katheryn A. Gettman		
SIGNATURE:	/KATHERYN A. GETTMAN/		

OP \$40.00 2187832

DATE SIGNED:

11/04/2016

Total Attachments: 19

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**Office of the Minnesota Secretary of State
Certificate of Merger**

I, Steve Simon, Secretary of State of Minnesota, certify that: the documents required to effectuate a merger between the entities listed below and designating the surviving entity have been filed in this office on the date noted on this certificate.

Merger Filed Pursuant to Minnesota Statutes, Chapter: 302A

Home Jurisdiction and Names of Merging Entities:

MINNESOTA: SWEET HARVEST FOODS MANAGEMENT COMPANY
MINNESOTA: SWEET HARVEST FOODS COMPANY

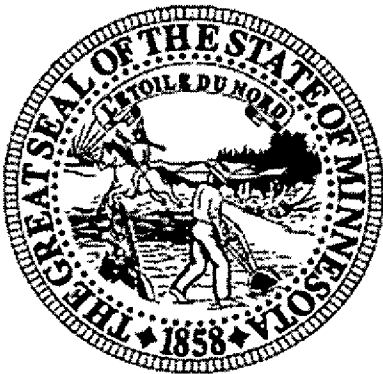
Home Jurisdiction and Name of Surviving Entity:

MINNESOTA: SWEET HARVEST FOODS MANAGEMENT COMPANY

Name of Surviving Entity after Effective Date of Merger:

SWEET HARVEST FOODS COMPANY

This certificate has been issued on: 01/19/2016



Steve Simon

Steve Simon
Secretary of State
State of Minnesota

TRADEMARK

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ARTICLES OF MERGER

Pursuant to the provisions of Minnesota Statute Section 302A.615, the undersigned associations adopt the following Articles of Merger.

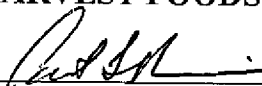
Article 1. Name of Organization. The name of the new corporation is Sweet Harvest Foods Company. The principal place of business of Sweet Harvest Foods Company is 15100 Business Pkwy Rosemount, Minnesota.

Article 2. Plan of Merger Approval. The Plan of Merger has been approved by each constituent organization. The Plan of Merger is attached hereto and made a part hereof.

Article 3. Effective Date. The change of the name to Sweet Harvest Foods Company shall have an effective date when these Articles of Merger are filed with the Minnesota Secretary of State.

Executed this 1st day of January, 2016, by Sweet Harvest Foods Management Company and Sweet Harvest Foods Company.

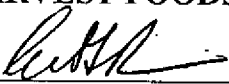
SWEET HARVEST FOODS MANAGEMENT COMPANY

Signature: 

Print Name: Curt Riess

Title: Vice President and Secretary

SWEET HARVEST FOODS COMPANY

Signature: 

Print Name: Curt Riess

Title: President

PLAN OF MERGER AGREEMENT
OF
SWEET HARVEST FOODS MANAGEMENT COMPANY
AND
SWEET HARVEST FOODS COMPANY

THIS PLAN OF MERGER AGREEMENT is made this 1st day of January, 2016, by and between Sweet Harvest Foods Management Company ("Sweet Harvest Management"), a Minnesota corporation, and Sweet Harvest Foods Company ("SHF"), a Minnesota corporation.

This Plan of Merger Agreement provides for the merger of SHF with and into Sweet Harvest Management pursuant to the terms and conditions set forth herein.


1. SHF shall merge with and into Sweet Harvest Management and the surviving organization shall be Sweet Harvest Management.
2. Upon the effective date of this Plan of Merger as set forth herein, Sweet Harvest Management shall change its name to Sweet Harvest Foods Company which has been authorized by a Written Action Without A Meeting of an affirmative vote of a majority of the Board of Directors of Sweet Harvest Management, a copy of which is attached hereto as Exhibit A.
3. The outstanding shares of SHF shall be transferred to Sweet Harvest Management and converted to shares of Sweet Harvest Management stock. All of the existing ownership interests of SHF shall hereinafter be cancelled.
4. If applicable, all right, title and interest in and to any and all intellectual property rights held in the name of SHF, including, but not limited to, patents, copyrights, trademarks, tradenames, service marks, and any and all other intellectual property of SHF shall transfer to Sweet Harvest Management upon the effective date of this Plan of Merger. An Assignment evidencing such transfer is attached hereto as Exhibit B.
5. If applicable, all right, title and interest in and to any and all licenses held in the name of SHF, including, but not limited to, food processing licenses with the FDA, licenses

with the MN Department of Agriculture and any and all other licenses regardless of the governmental or regulatory body from whom the license is authorized, shall transfer to Sweet Harvest Management upon the effective date of this Plan of Merger. An Assignment evidencing such transfer is attached hereto as Exhibit C.

6. If applicable, all right, title and interest in and to any and all physical assets held in the name of SHF, shall transfer to Sweet Harvest Management upon the effective date of this Plan of Merger. An Assignment evidencing such transfer is attached hereto as Exhibit D.
7. A notice of and copy of this Plan of Merger Agreement shall be provided to each of the Shareholders of SHF pursuant to MN Statute §302A.613.

NOW THEREFORE, the parties agree that as of the date set forth above, SHF shall hereinafter be merged into and with Sweet Harvest Foods Management Company, the surviving company, to be renamed Sweet Harvest Foods Company as set forth herein.

SWEET HARVEST FOODS MANAGEMENT COMPANY

By: 
Print Name: Art Riess
Title: President

SWEET HARVEST FOODS COMPANY


By: 
Print Name: Art Riess
Title: President

Exhibit A

**WRITTEN ACTION WITHOUT A MEETING OF THE
BOARD OF DIRECTORS OF
SWEET HARVEST FOODS MANAGEMENT COMPANY**

THIS WRITTEN ACTION WITHOUT A MEETING is effective as of the 1st day of January, 2016, and is executed by the Board of Directors of Sweet Harvest Foods Management Company ("Company") pursuant to MN Statute §302A.239.


WHEREAS, the Board of Directors deem it in the Company's best interests to merge certain subsidiaries of the Company as set forth herein, with and into Company and to effectuate the following additional actions:

RESOLVED that the Company enter into a Plan of Merger Agreement, including any all appropriate exhibits thereto necessary to transfer intellectual property, licenses or assets to Company, from each of the following wholly owned subsidiaries wherein the subsidiaries shall merge up and into the Company in accordance with MN Statute §302A.601: John Mountain Organics and Natural Foods, Inc., SSC, Inc., Cannon Falls Trucking Company and Sweet Harvest Foods Company (collectively the "Constituent Companies"); and

RESOLVED FURTHER, that the Company file Amended Articles of Incorporation to reflect a change of its name to Sweet Harvest Foods Company; and

RESOLVED FURTHER, that any and all past and future actions taken by the Board of Directors on behalf of or in furtherance of the actions described herein on behalf of the Company are hereby ratified, confirmed and approved in all respects.

IN WITNESS WHEREOF, the undersigned Board of Directors of Company have executed this **WRITTEN ACTION WITHOUT A MEETING** effective as of the day and year written above.


Curt Riess, Board Member

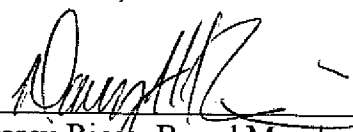

Darcy Riess, Board Member

Exhibit B

ASSIGNMENT OF INTELLECTUAL PROPERTY

On January 1, 2016, Sweet Harvest Foods Company (hereinafter "SHF") and Sweet Harvest Management Company (hereinafter "Sweet Harvest") entered into a Plan of Merger Agreement wherein SHF assigned all its rights, title and interest in and to the intellectual property described on Schedule A to Sweet Harvest ("Intellectual Property").

SHF desires to assign all of its rights, title and interest to the Intellectual Property and applicable registrations thereof to Sweet Harvest.

Sweet Harvest, a Minnesota corporation, whose mailing address is 15100 Business Pkwy Rosemount, Minnesota, desires to acquire all right, title and interest to such Intellectual Property and applicable registrations thereof.

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, SHF assigns to SHF's entire right, title and interest it may have in and to such Intellectual Property, together with the good will of the business symbolized by the Intellectual Property, and the identified registrations thereof.

Dated this 1 day of January, 2016.

Sweet Harvest Foods Company

By *Curt Riess*

Print Name: *Curt Riess*

Title: *President*

SCHEDULE A

Intellectual Property

Intellectual Property Description

Registration Number

N/A

Exhibit C

ASSIGNMENT OF LICENSES

On January 1, 2016, Sweet Harvest Foods Company (hereinafter "SHF") and Sweet Harvest Management Company (hereinafter "Sweet Harvest") entered into a Plan of Merger Agreement wherein SHF assigned all its rights, title and interest in and to the licenses described on Schedule A to Sweet Harvest ("License").

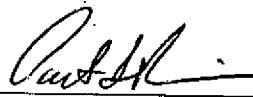
SHF desires to assign all of its rights, title and interest to the Licenses and applicable registrations thereof to Sweet Harvest.

Sweet Harvest, a Minnesota corporation, whose mailing address is 15100 Business Pkwy Rosemount, Minnesota, desires to acquire all right, title and interest to such Licenses and applicable registrations thereof.

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, SHF assigns to Sweet Harvest, SHF's entire right, title and interest it may have in and to such Licenses, together with the good will of the business symbolized by the Licenses, and the identified registrations thereof.

Dated this 1 day of January, 2016.

Sweet Harvest Foods Company

By 

Print Name: CURT RIESS

Title: President

SCHEDULE A

Licenses

To the extent licenses exist, such shall transfer as a matter of law pursuant to MN Stat. §602A.641.

Exhibit D

ASSIGNMENT OF ASSETS

On January 1, 2016, Sweet Harvest Foods Company (hereinafter "SHF") and Sweet Harvest Management Company (hereinafter "Sweet Harvest") entered into a Plan of Merger Agreement wherein SHF assigned all its rights, title and interest in and to the assets described on Schedule A to Sweet Harvest ("Assets").

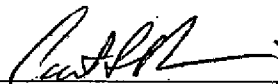
SHF desires to assign all of its rights, title and interest to the Assets to Sweet Harvest.

Sweet Harvest, a Minnesota corporation, whose mailing address is 15100 Business Pkwy Rosemount, Minnesota, desires to acquire all right, title and interest to such Assets.

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, SHF assigns to Sweet Harvest, SHF's entire right, title and interest it may have in and to such Assets, together with the good will of the business symbolized by such Assets.

Dated this 1st day of January, 2016.

Sweet Harvest Foods Company

By 

Print Name: Curt Ricess

Title: President

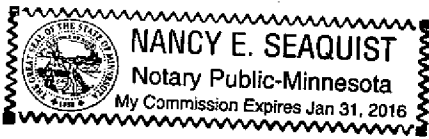
State of Minnesota)

) ss

County of Dakota)

On this 1st day of January, 2016, before me appeared *[Signature]*, the person who signed this instrument, who acknowledged that he/she signed it as a free act on behalf of Sweet Harvest Foods Company.

Nancy E. Seaquist
Notary Public



SCHEDULE A

Assets

To the extent assets exist, such shall transfer as a matter of law pursuant to MN Stat. §602A.641.

**WRITTEN ACTION WITHOUT A MEETING OF THE
BOARD OF DIRECTORS OF
SWEET HARVEST FOODS COMPANY**

THIS WRITTEN ACTION WITHOUT A MEETING is effective as of the 1st day of January, 2016, and is executed by the Board of Directors of Sweet Harvest Foods Company ("Company") pursuant to MN Statute §302A.613 and the Bylaws of Company.

WHEREAS, the Board of Directors deem it in the Company's best interests to merge certain with and into Sweet Harvest Foods Management Company ("Sweet Harvest Management") and to effectuate the following additional actions:

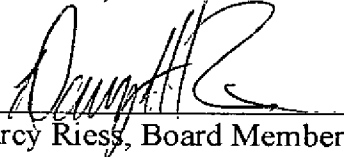
RESOLVED that the Company enter into a Plan of Merger Agreement with Sweet Harvest Management, including any all appropriate exhibits thereto necessary to transfer intellectual property, licenses or assets from Company to Sweet Harvest Management wherein the resulting action shall be that Company is merged up and into Sweet Harvest Management the Company in accordance with MN Statute §302A.601; and

RESOLVED FURTHER, that any and all past and future actions taken by the Board of Directors on behalf of or in furtherance of the actions described herein on behalf of the Company are hereby ratified, confirmed and approved in all respects.

IN WITNESS WHEREOF, the undersigned Board of Directors of Company have executed this **WRITTEN ACTION WITHOUT A MEETING** effective as of the day and year written above.



Curt Riess, Board Member



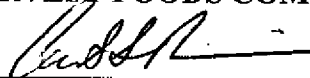
Darcy Riess, Board Member

**WRITTEN ACTION WITHOUT A MEETING OF THE SHAREHOLDERS OF
SWEET HARVEST FOODS COMPANY**

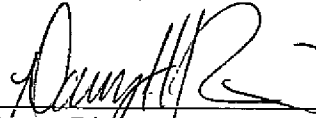
The Shareholders of Sweet Harvest Foods Company ("SHF") hereby acknowledge receipt of the Written Action Without a Meeting of the Board of Directors of SHF approving the merger of SHF up and into and Sweet Harvest Management Company ("Company").

Date: Jan 1, 2016

**SHAREHOLDERS OF SWEET
HARVEST FOODS COMPANY**



Curtis Riess



Darcy Riess

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**WRITTEN ACTION WITHOUT A MEETING OF THE
BOARD OF DIRECTORS OF
SWEET HARVEST FOODS MANAGEMENT COMPANY**

THIS WRITTEN ACTION WITHOUT A MEETING is effective as of the 1 day of January, 2016, and is executed by the Board of Directors of Sweet Harvest Foods Management Company ("Company") pursuant to MN Statute §302A.239, who hereby waive notice of the time, place and purpose of a meeting of the Board of Directors and hereby adopt the following resolutions by written consent:

WHEREAS, the Board of Directors deem it in the Company's best interests to merge certain subsidiaries of the Company as set forth herein, with and into Company and to effectuate the following additional actions:

RESOLVED that the Company enter into a Plan of Merger Agreement with each of the following wholly owned subsidiaries wherein the subsidiaries shall merge up and into the Company in accordance with MN Statute §302A.601: John Mountain Organics and Natural Foods, Inc., SSC, Inc., Cannon Falls Trucking Company and Sweet Harvest Foods Company wherein ; and


RESOLVED FURTHER, that the Company file Amended Articles of Incorporation to reflect a change of its name to Sweet Harvest Foods Company; and

RESOLVED FURTHER, that the Company provide notification of such mergers to the Shareholders of each of the constituent companies; and

RESOLVED FURTHER, that any and all past and future actions taken by the Board of Directors on behalf of or in furtherance of the actions described herein on behalf of the Company are hereby ratified, confirmed and approved in all respects.

IN WITNESS WHEREOF, the undersigned Board of Directors of Company have executed this **WRITTEN ACTION WITHOUT A MEETING** effective as of the day and year written above.


Curt Riess, Board Member


Darcy Riess, Board Member

**WRITTEN ACTION IN LIEU OF SPECIAL MEETING OF SHAREHOLDERS OF
SWEET HARVEST FOODS MANAGEMENT COMPANY**

I, Curtis Riess, the Vice President and Secretary of Sweet Harvest Foods Management Company ("Company"), do hereby certify that by proper action of the Shareholders by writing in lieu of a Special Meeting of the Shareholders pursuant to MN Statute. § 302A.411, effective as of January 1, 2016, it was unanimously resolve by said Shareholders that the Articles of Incorporation of the Company be amended by the following resolution:

RESOLVED, that Article I of the Articles of Incorporation be and is hereby amended to read as follows:

ARTICLE I

The name of this corporation shall be Sweet Harvest Foods Company.

RESOLVED FURTHER, that the Secretary be and hereby is authorized and directed to make, execute and acknowledge the Certificate of Amendment embracing the foregoing resolution and to cause said Certificate of Amendment to be filed and recorded in accordance with law; and

RESOLVED FURTHER, that the effective date of the Certificate of Amendment shall be the 1st of January, 2016.



File Numbers

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91-925

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED

1/19/2016 11:59:00 PM

Steve Simon

Steve Simon
Secretary of State