

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM406206

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	05/19/2016

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Grass Advantage		05/19/2016	Corporation: CALIFORNIA

## RECEIVING PARTY DATA

<b>Name:</b>	Grass Advantage, Inc.
<b>Street Address:</b>	220 Newport Center Drive, Suite 22
<b>City:</b>	Newport Beach
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	92660
<b>Entity Type:</b>	Corporation: DELAWARE

## PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Serial Number:	86873892	AMAZING GREENS
Serial Number:	86721880	AMAZING PROTEIN
Serial Number:	86571662	AMAZING FARMS
Serial Number:	86971896	FEEL AMAZING EVERY DAY
Serial Number:	86795246	PROTEIN SUPERFOOD
Registration Number:	4718825	GREEN SUPERFOOD
Registration Number:	3396808	GREEN SUPERFOOD
Registration Number:	4887502	RAW RESERVE
Registration Number:	3604767	KIDZ SUPERFOOD
Registration Number:	2849673	AMAZING GRASS
Registration Number:	3528943	AMAZING MEAL

## CORRESPONDENCE DATA

Fax Number: 2027393001

*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: 202.739.3000

Email: jenniferevans@msn.com

Correspondent Name: Morgan, Lewis &amp; Bockius LLP

Address Line 1: 1111 Pennsylvania Avenue, NW

TRADEMARK

<b>Address Line 4:</b>	Washington, D.C. 20004
<b>NAME OF SUBMITTER:</b>	Jennifer C. Evans
<b>SIGNATURE:</b>	/jce/
<b>DATE SIGNED:</b>	11/21/2016
<b>Total Attachments: 3</b> source=GRASS ADVANTAGE INC - DE - Merger#page1.tif source=GRASS ADVANTAGE INC - DE - Merger#page2.tif source=GRASS ADVANTAGE INC - DE - Merger#page3.tif	

# Delaware

The First State

Page 1

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:

"GRASS ADVANTAGE", A CALIFORNIA CORPORATION,  
WITH AND INTO "GRASS ADVANTAGE, INC." UNDER THE NAME OF  
"GRASS ADVANTAGE, INC.", A CORPORATION ORGANIZED AND EXISTING  
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED  
IN THIS OFFICE ON THE NINETEENTH DAY OF MAY, A.D. 2016, AT 9:24  
O`CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE  
NEW CASTLE COUNTY RECORDER OF DEEDS.



  
Jeffrey W. Bullock, Secretary of State

6041760 8100M  
SR# 20163412630

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

Authentication: 202353811  
Date: 05-20-16

TRADEMARK  
REEL: 005925 FRAME: 0385

**CERTIFICATE OF MERGER**

**MERGING**

**GRASS ADVANTAGE, A CALIFORNIA CORPORATION**

**INTO**

**GRASS ADVANTAGE, INC., A DELAWARE CORPORATION**

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

**FIRST:** The name and state of incorporation of each of the constituent corporations are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Grass Advantage	California
Grass Advantage, Inc.	Delaware

**SECOND:** An Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Title 8, Section 252 of the General Corporation Law of the State of Delaware.

**THIRD:** The name of the surviving corporation is Grass Advantage, Inc., a Delaware corporation.

**FOURTH:** The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

**FIFTH:** The authorized stock of the non-Delaware corporation is Fifty Million (50,000,000) shares of Common Stock, no par value.

**SIXTH:** The Agreement of Merger is on file at 220 Newport Center Drive, Suite 22, Newport Beach, CA 92660, an office of the surviving corporation.

**SEVENTH:** A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

*[Remainder of page intentionally left blank.]*

IN WITNESS WHEREOF, the surviving corporation has caused this Certificate of Merger to be executed by an authorized officer on the date set forth below.

Date: May 19, 2016

GRASS ADVANTAGE, INC.,  
a Delaware corporation

By: 

Brandon Bert  
President

DB2/ 30055776.1