

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM408251

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Mizkan Americas, Inc.		02/29/2016	Corporation: MICHIGAN
RECEIVING PARTY DATA			
Name:	Mizkan America, Inc.		
Street Address:	1661 Feehanville Drive, Suite 300		
City:	Mount Prospect		
State/Country:	ILLINOIS		
Postal Code:	60056		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 27			
Property Type	Number	Word Mark	
Serial Number:	86584484	NEW MEXICAN BY NATURE	
Serial Number:	86584475	FROM FARM TO FLAVOR	
Serial Number:	86194458	ASIAN MADE EASY.	
Registration Number:	0304035	LADY'S CHOICE	
Registration Number:	0370788	LADY'S CHOICE	
Registration Number:	0599451	LADY'S CHOICE	
Registration Number:	0622426	PAUL DUPRE	
Registration Number:	1225198	DOS AMIGOS	
Registration Number:	1232906	EL MOLINO	
Registration Number:	1266449	RANCHO EL MOLINO	
Registration Number:	1622719	FOUR MONKS	
Registration Number:	1641434	MAUI MOUNTAIN	
Registration Number:	1987051	HOLLAND HOUSE	
Registration Number:	2077398	WORLD HARBORS	
Registration Number:	2215477	CHERIYAKI	
Registration Number:	2421874	AMALFI COAST	
Registration Number:	2841979		
Registration Number:	2853685	TRES HERMANAS	
Registration Number:	3217781	EDMUNDO	

OP \$690.00 86584484

Property Type	Number	Word Mark
Registration Number:	3276282	PANTRY MATE
Registration Number:	3540263	BORDER FOODS INC.
Registration Number:	3540264	BORDER FOODS INC.
Registration Number:	4066882	RIO LUNA
Registration Number:	4161837	EL DIABLO HOT & SPICY MUSTARD
Registration Number:	4377390	DOS AMIGOS
Registration Number:	4842281	TRES HERMANAS
Registration Number:	4946648	NATURE'S INTENT

CORRESPONDENCE DATA

Fax Number: 6098961469

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: (212) 878-1424

Email: IPDocket@foxrothschild.com

Correspondent Name: Perla M. Kuhn

Address Line 1: Fox Rothschild LLP

Address Line 2: 100 Park Avenue, 15th Floor

Address Line 4: New York, NEW YORK 10017

NAME OF SUBMITTER: Perla M. Kuhn

SIGNATURE: /Perla M. Kuhn/

DATE SIGNED: 12/08/2016

Total Attachments: 5

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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 CONVERSION OF A MICHIGAN CORPORATION UNDER THE NAME OF "MIZKAN AMERICAS, INC." TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "MIZKAN AMERICAS, INC." TO "MIZKAN AMERICA, INC.", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF FEBRUARY, A.D. 2016, AT 9:36 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

5976099 8100F
SR# 20161284222

You may verify this certificate online at corp.delaware.gov/authver.shtml


Authentication: 201900969
Date: 02-29-16

TRADEMARK
REEL: 005943 FRAME: 0196

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A NON-DELAWARE CORPORATION
TO A DELAWARE CORPORATION
PURSUANT TO SECTION 265 OF THE
DELAWARE GENERAL CORPORATION LAW

1. The jurisdiction where the Non-Delaware Corporation first formed is Michigan.
2. The jurisdiction immediately prior to filing this Certificate is Michigan.
3. The date the Non-Delaware Corporation first formed is March 31, 1987.
4. The name of the Non-Delaware Corporation immediately prior to filing this Certificate is Mizkan Americas, Inc.
5. The name of the Corporation as set forth in the Certificate of Incorporation is Mizkan America, Inc.
6. This Certificate shall become effective on February 29, 2016.

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the converting Non-Delaware Corporation has executed this Certificate on the 28th day of December, 2015.

By: 
Name: Kazuhide Nakano
Title: Chairman of the Board

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "MIZKAN AMERICA, INC." FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF FEBRUARY, A.D. 2016, AT 9:36 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

5976099 8100F
SR# 20161284222

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 201900969
Date: 02-29-16

TRADEMARK
REEL: 005943 FRAME: 0198

CERTIFICATE OF INCORPORATION
OF
MIZKAN AMERICA, INC.

The undersigned, for the purpose of organizing a corporation for conducting the business and promoting the purposes hereinafter stated, under the provisions and subject to the requirements of the laws of the State of Delaware (particularly Chapter 1, Title 8 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified, and referred to as the General Corporation Law of the State of Delaware), hereby certifies that:

FIRST: The name of this corporation shall be: Mizkan America, Inc. (the "**Corporation**")

SECOND: Its registered office in the State of Delaware is to be located at Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801. The name of its registered agent at such address is: The Corporation Trust Company.

THIRD: The purpose or purposes of the Corporation shall be:

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware ("**DGCL**").

FOURTH: The total number of shares of stock which this Corporation is authorized to issue is One (1) share of common stock, without par value.

FIFTH: The name and address of the incorporator is as follows:

Mari Yamamoto Regnier
One N. Wacker Drive, Suite 4400
Chicago, IL 60606

SIXTH: The Corporation is to have perpetual existence.

SEVENTH:

A. To the fullest extent under applicable law, a director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. If the DGCL or any other law of the State of Delaware is amended after approval by the stockholders of this Article Seventh to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the DGCL as so amended.

Any repeal or modification of the foregoing provisions of this Article Seventh by the stockholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of, or increase the liability of any director of the Corporation

with respect to any acts or omissions of such director occurring prior to, such repeal or modification.

B. To the fullest extent permitted by applicable law, the Corporation is authorized to provide indemnification of (and advancement of expenses to) directors, officers and agents of the Corporation (and any other persons to which the DGCL permits the Corporation to provide indemnification) through Bylaw provisions, agreements with such directors, officers, agents or other persons, vote of stockholders or disinterested directors or otherwise, in excess of the indemnification and advancement otherwise permitted by Section 145 of the DGCL.

Any amendment, repeal or modification of the foregoing provisions of this Article Seventh shall not adversely affect any right or protection of any director, officer or other agent of the Corporation existing at the time of such amendment, repeal or modification.

EIGHTH: For the management of the business and for the conduct of the affairs of the Corporation, and in further definition, limitation and regulation of the powers of the Corporation, of its directors and of its stockholders or any class thereof, as the case may be, it is further provided that:

A. The management of the business and the conduct of the affairs of the Corporation shall be vested in its Board. The number of directors which shall constitute the whole Board shall be fixed by the Board in the manner provided in the Bylaws, subject to any restrictions which may be set forth in this Certificate.

B. Except for any vote of the holders of any class or series of stock of the Corporation required by law or by this Certificate, the Board is expressly authorized and empowered to adopt, amend or repeal any or all of the Bylaws of the Corporation.

C. The directors of the Corporation need not be elected by written ballot unless the Bylaws so provide.

NINTH: This Certificate of Incorporation shall become effective on February 29, 2016.

IN WITNESS WHEREOF, the undersigned, being the incorporator herein before named, has executed signed and acknowledged this certificate of incorporation this 28th day of December, 2015.

/s/ Mari Yamamoto Regnier
Mari Yamamoto Regnier, Incorporator