

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM417204

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	02/01/2017		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Siebel Institute of Technology, Inc.		01/25/2017	Corporation: ILLINOIS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Lallemand Specialties, Inc.		
<b>Street Address:</b>	6120 West Douglas Avenue		
<b>City:</b>	Milwaukee		
<b>State/Country:</b>	WISCONSIN		
<b>Postal Code:</b>	53218		
<b>Entity Type:</b>	Corporation: MINNESOTA		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3297139	SIEBEL INSTITUTE OF TECHNOLOGY	
<b>Registration Number:</b>	3338553	SIEBEL INSTITUTE OF TECHNOLOGY	
<b>Registration Number:</b>	3323008	SIEBEL INSTITUTE OF TECHNOLOGY	
<b>Registration Number:</b>	3368390	SIEBEL INSTITUTE OF TECHNOLOGY	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6173109177		
<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>Phone:</b>	6174392177		
<b>Email:</b>	docket@nutter.com		
<b>Correspondent Name:</b>	Patrick J. Concannon		
<b>Address Line 1:</b>	155 Seaport Boulevard, Seaport West		
<b>Address Line 4:</b>	Boston, MASSACHUSETTS 02210-2604		
<b>NAME OF SUBMITTER:</b>	Patrick J. Concannon		
<b>SIGNATURE:</b>	/PJC/		
<b>DATE SIGNED:</b>	02/23/2017		
<b>Total Attachments: 9</b>			
source=3503514v1 (Lallemand Specialties Inc.-MN-Merger (Survivor))#page1.tif			

OP \$115.00 3297139

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source=3503514v1 (Lallemand Specialties Inc.-MN-Merger (Survivor))#page3.tif  
source=3503514v1 (Lallemand Specialties Inc.-MN-Merger (Survivor))#page4.tif  
source=3506474v1 (Siebel Institute of Technology, Inc.-IL-Merger (Discontinuing Company-filing copy))#page1.tif  
source=3506474v1 (Siebel Institute of Technology, Inc.-IL-Merger (Discontinuing Company-filing copy))#page2.tif  
source=3506474v1 (Siebel Institute of Technology, Inc.-IL-Merger (Discontinuing Company-filing copy))#page3.tif  
source=3506474v1 (Siebel Institute of Technology, Inc.-IL-Merger (Discontinuing Company-filing copy))#page4.tif  
source=3506474v1 (Siebel Institute of Technology, Inc.-IL-Merger (Discontinuing Company-filing copy))#page5.tif

**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: LALLEMAND SPECIALTIES, INC.  
ILLIONIS: SIEBEL INSTITUTE OF TECHNOLOGY, INC

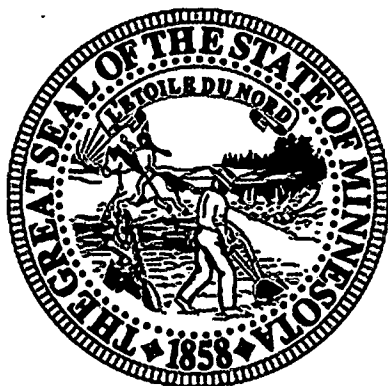
Home Jurisdiction and Name of Surviving Entity:

MINNESOTA: LALLEMAND SPECIALTIES, INC.

Name of Surviving Entity after Effective Date of Merger:

LALLEMAND SPECIALTIES, INC.

This certificate has been issued on: 01/30/2017



*Steve Simon*

Steve Simon  
Secretary of State  
State of Minnesota



**ARTICLES OF MERGER**

Pursuant to the applicable provisions of the Minnesota Business Corporation Act and Illinois Business Corporation Act of 1983, the undersigned, desiring to effect a merger (the "Merger"), hereby state that:

**1. Parties.** The following entities are the parties to the Merger:

Lallemand Specialties, Inc. is a corporation organized under the laws of the State of Minnesota.  
Siebel Institute of Technology, Inc. is a corporation organized under the laws of Illinois.

**2. Plan of Merger.** The plan of merger (the "Plan") is attached and fully incorporated into these Articles.

**3. Surviving Entity.** The surviving entity is Lallemand Specialties, Inc., a corporation organized under the laws of the state of Minnesota.

**4. Effective Date.** The Plan shall be effective on February 1, 2017.

**5. Approval of the Plan.**

The Plan was adopted by Lallemand Specialties, Inc. in accordance with Minnesota Statutes Section 302A.613.

The Plan was adopted by Siebel Institute of Technology, Inc. in accordance with Illinois Consolidated Statutes Section 11.20.

Date:

LALLEMAND SPECIALTIES, INC.

Jan. 25, 2017

By: [Signature]  
Name: Francois Leblanc  
Title: Director

SIEBEL INSTITUTE OF TECHNOLOGY, INC.

By: [Signature]  
Name: Bill Mankerris  
Title: Director

3498934.1

TRADEMARK

REEL: 005993 FRAME: 0979

## PLAN OF MERGER

This PLAN OF MERGER (this "Plan"), made pursuant to Section 302A.611 of the Minnesota Statutes and Section 11.05 of the Illinois Compiled Statutes, is between Lallemand Specialties, Inc., a Minnesota Corporation (the "Acquiror") and Siebel Institute of Technology, Inc., a Illinois Corporation (the "Company"), and provides for the Company to merge with and into the Acquiror (the "Merger") in the following manner:

1. Merger. At the Effective Time of the Merger (as defined below), (a) the Company shall merge with and into the Acquiror; (b) the Acquiror shall be the surviving entity, and in such capacity is hereinafter sometimes referred to as the "Surviving Entity"; and (c) the separate existence of the Company shall cease.

2. Articles of Incorporation and By-Laws. The Articles of Incorporation and By-Laws of the Acquiror, as in effect at the Effective Time of the Merger, shall continue in full force and effect as the Articles of Incorporation and By-Laws, respectively, of the Surviving Entity.

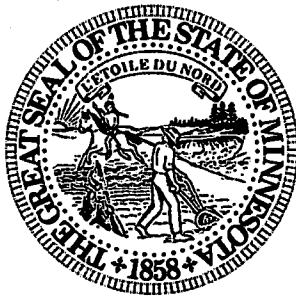
3. Directors and Officers. The directors and officers of the Acquiror immediately prior to the Effective Time shall be the directors of the Surviving Entity from and after the Effective Time and shall hold office until the earlier of their respective death, resignation or removal or their respective successor is duly elected or appointed and qualified.

4. Cancellation of Outstanding Stock of the Company. At the Effective Time of the Merger, each share of capital stock of the Company shall be automatically cancelled and retired and will cease to exist and no consideration will be delivered in exchange therefor. Each share of capital stock of the Acquiror shall remain outstanding following the consummation of the Merger.

5. Effective Time of Merger. The Merger shall become effective upon February 1, 2017 (the "Effective Time").

6. Transfer of Property of Company. At the Effective Time of the Merger, all property, rights, privileges and other assets of every kind and description of the Company shall be transferred to, vested in and devolve upon the Surviving Entity without further act or deed and all property, rights, and every other interest of the Surviving Entity and the merged Subsidiary shall be as effectively the property of the Surviving Entity as they were of the Surviving Entity and the Subsidiary respectively prior to the Merger.

7. Articles of Merger. Articles of Mergers, both consistent with the terms of this Plan, shall be filed with the Secretary of State of the State of Minnesota pursuant to Section 302A.615 of the Minnesota Statutes and with the Secretary of State of the State of Illinois pursuant to Section 11.25 of the Illinois Compiled Statutes, respectively.



**File Numbers**

93153490004

6X-926

STATE OF MINNESOTA  
OFFICE OF THE SECRETARY OF STATE  
FILED

1/30/2017 11:59:00 PM

*Steve Simon*

Steve Simon  
Secretary of State



## OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

JANUARY 30, 2017

5689-026-2

C T CORPORATION SYSTEM  
118 W EDWARDS ST STE 200  
SPRINGFIELD IL 62704

RE SIEBEL INSTITUTE OF TECHNOLOGY, INC.

DEAR SIR OR MADAM:

ENCLOSED YOU WILL FIND ARTICLES OF MERGER REGARDING THE ABOVE CORPORATION.

THE FILING FEE HAS BEEN RECEIVED AND CREDITED.

SINCERELY,

*Jesse White*

JESSE WHITE  
SECRETARY OF STATE  
DEPARTMENT OF BUSINESS SERVICES  
CORPORATION DIVISION  
TELEPHONE (217) 782-6961

FORM BCA 11.25 (rev. Dec. 2003)  
ARTICLES OF MERGER,  
CONSOLIDATION OR EXCHANGE  
Business Corporation Act

Secretary of State  
Department of Business Services  
501 S. Second St., Rm. 350  
Springfield, IL 62756  
217-782-6961  
www.cyberdriveillinois.com

**FILED**

JAN 30 2017

JESSE WHITE  
SECRETARY OF STATE

Remit payment in the form of a  
check or money order payable  
to Secretary of State.

Filing fee is \$100, but if merger or  
consolidation involves more than two  
corporations, submit \$50 for each  
additional corporation.

File # 5689-0216-2 Filing Fee: \$ 100.00 Approved: Jt

----- Submit in duplicate ----- Type or Print clearly in black ink ----- Do not write above this line -----

NOTE: Strike inapplicable words in Items 1, 3, 4 and 5.

1. Names of Corporations proposing to <sup>merge</sup>  
~~consolidate~~ and State or Country of incorporation.  
~~exchange shares~~

Name of Corporation	State or Country of Incorporation	Corporation File Number
<u>Siebel Institute of Technology, Inc.</u>	<u>Illinois</u>	<u>56890262</u>
<u>Lallemand Specialties, Inc.</u>	<u>Minnesota</u>	<u>N/A</u>
_____	_____	_____
_____	_____	_____

2. The laws of the state or country under which each Corporation is incorporated permits such merger, consolidation or exchange.

3. a. Name of the <sup>surviving</sup>  
~~new~~ corporation: Lallemand Specialties, Inc.  
~~acquiring~~

b. Corporation shall be governed by the laws of: Minnesota

For more space, attach additional sheets of this size.

4. Plan of <sup>merger</sup>  
~~consolidation~~ is as follows:  
~~exchange~~

See Attached Plan of Merger.



5. The ~~consolidation~~ <sup>merger</sup> ~~exchange~~ was approved, as to each Corporation not organized in Illinois, in compliance with the laws of the state under which it is organized, and (b) as to each Illinois Corporation, as follows:

The following items are not applicable to mergers under §11.30 — 90 percent-owned subsidiary provisions. (See Article 7 on page 3.)

Mark an "X" in one box only for each Illinois Corporation.

Name of Corporation:	By the shareholders, a resolution of the board of directors having been duly adopted and submitted to a vote at a meeting of shareholders. Not less than the minimum number of votes required by statute and by the Articles of Incorporation voted in favor of the action taken. (§11.20)	By written consent of the shareholders having not less than the minimum number of votes required by statute and by the Articles of Incorporation. Shareholders who have not consented in writing have been given notice in accordance with §7.10 and §11.20.	By written consent of ALL shareholders entitled to vote on the action, in accordance with §7.10 and §11.20.
<u>Siebel Institute of Technology, Inc.</u>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

6. Not applicable if surviving, new or acquiring Corporation is an Illinois Corporation.

It is agreed that, upon and after the filing of the Articles of Merger, Consolidation or Exchange by the Secretary of State of the State of Illinois:

- The surviving, new or acquiring Corporation may be served with process in the State of Illinois in any proceeding for the enforcement of any obligation of any Corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such Corporation organized under the laws of the State of Illinois against the surviving, new or acquiring Corporation.
- The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving, new or acquiring Corporation to accept service of process in any such proceedings, and
- The surviving, new or acquiring Corporation will promptly pay to the dissenting shareholders of any Corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange the amount, if any, to which they shall be entitled under the provisions of The Business Corporation Act of 1983 of the State of Illinois with respect to the rights of dissenting shareholders.

7. Complete if reporting a merger under §11.30 — 90 percent-owned subsidiary provisions.

a. The number of outstanding shares of each class of each merging subsidiary Corporation and the number of such shares of each class owned immediately prior to the adoption of the plan of merger by the parent Corporation:

Name of Corporation	Total Number of Shares Outstanding of Each Class	Number of Shares of Each Class Owned Immediately Prior to Merger by the Parent Corporation
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

b. Not applicable to 100 percent-owned subsidiaries.

The date of mailing a copy of the plan of merger and notice of the right to dissent to the shareholders of each merging subsidiary Corporation was \_\_\_\_\_, \_\_\_\_\_  
Month Day Year

Was written consent for the merger or written waiver of the 30-day period by the holders of all the outstanding shares of all subsidiary Corporations received?  Yes  No

(If "No," duplicate copies of the Articles of Merger may not be delivered to the Secretary of State until after 30 days following the mailing of a copy of the plan of merger and the notice of the right to dissent to the shareholders of each merging subsidiary Corporation.)

8. The undersigned Corporation has caused this statement to be signed by a duly authorized officer who affirms, under penalties of perjury, that the facts stated herein are true and correct. All signatures must be in BLACK INK.

Dated January 25, 2017 Siebel Institute of Technology, Inc.  
Month Day Year Exact Name of Corporation  
*Bill Nankervis*  
Any Authorized Officer's Signature  
Bill Nankervis, President  
Name and Title (type or print)

Dated January 25, 2017 Lallemand Specialties, Inc.  
Month Day Year Exact Name of Corporation  
*Francois LeBlanc*  
Any Authorized Officer's Signature  
Francois LeBlanc, Treasurer  
Name and Title (type or print)

Dated \_\_\_\_\_, \_\_\_\_\_  
Month Day Year Exact Name of Corporation  
 \_\_\_\_\_  
Any Authorized Officer's Signature  
 \_\_\_\_\_  
Name and Title (type or print)

## PLAN OF MERGER

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3. Directors and Officers. The directors and officers of the Acquiror immediately prior to the Effective Time shall be the directors of the Surviving Entity from and after the Effective Time and shall hold office until the earlier of their respective death, resignation or removal or their respective successor is duly elected or appointed and qualified.

4. Cancellation of Outstanding Stock of the Company. At the Effective Time of the Merger, each share of capital stock of the Company shall be automatically cancelled and retired and will cease to exist and no consideration will be delivered in exchange therefor. Each share of capital stock of the Acquiror shall remain outstanding following the consummation of the Merger. Both the Company and the Acquiror are wholly owned subsidiaries of Lallemand USA, Inc.

5. Effective Time of Merger. The Merger shall become effective upon February 1, 2017 (the "Effective Time").

6. Transfer of Property of Company. At the Effective Time of the Merger, all property, rights, privileges and other assets of every kind and description of the Company shall be transferred to, vested in and devolve upon the Surviving Entity without further act or deed and all property, rights, and every other interest of the Surviving Entity and the merged Subsidiary shall be as effectively the property of the Surviving Entity as they were of the Surviving Entity and the Subsidiary respectively prior to the Merger.

7. Articles of Merger. Articles of Mergers, both consistent with the terms of this Plan, shall be filed with the Secretary of State of the State of Minnesota pursuant to Section 302A.615 of the Minnesota Statutes and with the Secretary of State of the State of Illinois pursuant to Section 11.35 of the Business Corporation Act of Illinois, respectively.

3499010.2