

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM448906

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Pacific Foods of Oregon, Inc.		08/24/2017	Corporation: OREGON
RECEIVING PARTY DATA			
Name:	Pacific Foods of Oregon, LLC		
Street Address:	19480 SW 97th Avenue		
City:	Tualatin		
State/Country:	OREGON		
Postal Code:	97062		
Entity Type:	Limited Liability Company: OREGON		
PROPERTY NUMBERS Total: 14			
Property Type	Number	Word Mark	
Serial Number:	87138884	BARISTA SERIES	
Serial Number:	87306217	CHEF SERIES	
Registration Number:	5307330	EMILY'S TABLE	
Serial Number:	86508728	NOURISH EVERY BODY	
Registration Number:	5146949	PACIFIC	
Registration Number:	5068977	BARISTA INSPIRED BARISTA APPROVED	
Registration Number:	4732297	CERTIFIED TO THE SOURCE	
Registration Number:	4923061	EMILY'S TABLE	
Registration Number:	4106520	NATURALLY NORTHWEST	
Registration Number:	3822181	PACIFIC	
Registration Number:	2690833	CERTIFIED TO THE SOURCE	
Registration Number:	3018134	PACIFIC	
Registration Number:	2652158	CERTIFIED TO THE SOURCE	
Registration Number:	2299029	SOY COMPLETE	
CORRESPONDENCE DATA			
Fax Number:	5039723873		
<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:	503-221-1440		

OP \$365.00 87138884

Email: trademark@tonkon.com
Correspondent Name: TONKON TORP LLP
Address Line 1: 888 SW FIFTH AVE.
Address Line 2: 1600 PIONEER TOWER
Address Line 4: PORTLAND, OREGON 97204

NAME OF SUBMITTER: Christopher D. Erickson

SIGNATURE: /Christopher D. Erickson/

DATE SIGNED: 10/27/2017

Total Attachments: 4

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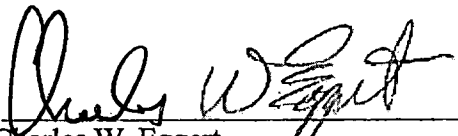
ARTICLES OF CONVERSION
PACIFIC FOODS OF OREGON, INC.

FILED
AUG 24 2017
OREGON
SECRETARY OF STATE

1. The name and type of business entity before the conversion is Pacific Foods of Oregon, Inc., an Oregon corporation.
2. The name and type of business entity after the conversion will be Pacific Foods of Oregon, LLC, an Oregon limited liability company.
3. The address of Pacific Foods of Oregon, LLC is:

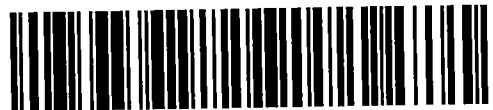
c/o Charles W. Eggert
19480 SW 97th Avenue
Tualatin, OR 97062
4. The Plan of Conversion is attached as Exhibit A.
5. The shareholders of Pacific Foods of Oregon, Inc. unanimously approved the Plan of Conversion.

PACIFIC FOODS OF OREGON, INC.

By: 
Charles W. Eggert
President and Chief Executive Officer

Person to contact about this filing:
James Hein, (503) 802-2129

PACIFIC FOODS OF OREGON, LLC



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Pacific Foods of Oregon, Inc.
Articles of Conversion

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EXHIBIT A

PLAN OF CONVERSION

PACIFIC FOODS OF OREGON, INC.

to

PACIFIC FOODS OF OREGON, LLC

Pacific Foods of Oregon, Inc. adopts this Plan of Conversion (this "Plan") under ORS 60.470-.497.

1. **Pre-conversion Business Entity.** Prior to the Effective Time (as defined below), the name and type of the business entity is Pacific Foods of Oregon, Inc., an Oregon corporation.

2. **Post-conversion Business Entity.** From and after the Effective Time, the name and type of the business entity is and will be Pacific Foods of Oregon, LLC, an Oregon limited liability company (the "Company").

3. **Effective Time.** The conversion will become effective at the end of the day on which the Articles of Conversion are filed with the Oregon Secretary of State (the "Effective Time").

4. **Terms and Conditions.** The terms and conditions of the conversion are as set forth in this Plan. The conversion will have the force and effect set forth in ORS 60.478 and 63.497.

5. **Conversion of Ownership Interests.** At the Effective Time, each outstanding share of common stock of Pacific Foods of Oregon, Inc. will automatically, without the necessity of any further action, be converted into and become one unit (each a "Unit") representing ownership interests in the Company. At and from the Effective Time, and until certificates representing the Units are issued, certificates that prior to the Effective Time represented shares of the common stock of Pacific Foods of Oregon, Inc. will automatically be deemed for all purposes to represent that number of Units of the Company that correspond to the number of shares of Pacific Foods of Oregon, Inc. capital stock represented by such certificates prior to the Effective Time.

6. **Organizational Matters.**

(a) Company's Mailing Address. The mailing address to which notices to the Company may be mailed, until a different address shall be designated, shall be:

Pacific Foods of Oregon, Inc.
Articles of Conversion
Exhibit A – Plan of Conversion

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Pacific Foods of Oregon, LLC
c/o Charles W. Eggert
19480 SW 97th Avenue
Tualatin, OR 97062

(b) Registered Agent. The registered agent and registered office of the Company shall be:

TT Administrative Services, LLC
888 SW Fifth Avenue, Suite 1600
Portland, OR 97204-2099

- (c) Management. The Company will be managed by one or more managers.
- (d) Duration. The duration of the Company shall be perpetual.
- (e) Indemnification and Exculpation from Liability.

(i) The Company shall indemnify to the fullest extent permitted by law any person who is made or threatened to be made a party to, witness in, or otherwise involved in, any action, suit or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the Company) by reason of the fact that the person is or was a manager or officer of the Company or any of its subsidiaries, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974, as amended, with respect to any employee benefit plan of the Company or any of its subsidiaries, or serves or served at the request of the Company or any of its subsidiaries, as a director, manager, or officer, or as a fiduciary of an employee benefit plan, of another company, partnership, limited liability company, joint venture, trust, or other enterprise. Any indemnification provided pursuant to this Section 6 shall not be exclusive of any rights to which the person indemnified may otherwise be entitled under any other articles of incorporation or organization, bylaws, operating agreement or other contract, statute, policy of insurance, member or manager vote, or otherwise.

(ii) To the fullest extent permitted by law, no manager of this Company shall be personally liable to the Company or its members for monetary damages for conduct as a member. No amendment or repeal of this Section 6, nor the adoption of any provision of these Articles inconsistent with this Section 6, shall adversely affect any right or protection of a manager based upon this Section 6 and existing at the time of such amendment or repeal. No change in the law shall reduce or eliminate the rights and protections applicable at the time this provision shall become effective unless the change in the law shall specifically require such reduction or elimination. If the Oregon Limited Liability Company Act is amended, after this Section 6 shall become effective, to authorize action further eliminating or limiting the personal liability of managers, then the liability of managers of this Company shall be eliminated or limited to the fullest extent permitted by the Oregon Limited Liability Company Act, as so amended.

Pacific Foods of Oregon, Inc.
Articles of Conversion
Exhibit A – Plan of Conversion

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(g) Action of Members. Any action required or permitted by the Oregon Revised Statutes to be taken at a Member's meeting may be taken without a meeting if the action is taken by the written consent of Members having not less than the minimum number of votes that would be necessary to take such action at a meeting at which all Members entitled to vote on the action were present and voted.

7. **Amendment of Plan.** At any time prior to the Effective Time, this Plan may be amended by the Board of Directors of Pacific Foods of Oregon, Inc. to the extent permitted by Oregon law.

Pacific Foods of Oregon, Inc.
Articles of Conversion
Exhibit A – Plan of Conversion

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RECORDED: 10/27/2017

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