

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM470942

| | | | |
|---|-------------------------------------|--|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | MERGER | | |
| EFFECTIVE DATE: | 03/29/2018 | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Tribeca Oven, Inc. | FORMERLY Ceres Bakery, Inc. | 03/29/2018 | Corporation: NEW YORK |
| RECEIVING PARTY DATA | | | |
| Name: | Tribeca Oven LLC | | |
| Street Address: | 2201 Broadway Street | | |
| City: | San Antonio | | |
| State/Country: | TEXAS | | |
| Postal Code: | 78215 | | |
| Entity Type: | Limited Liability Company: DELAWARE | | |
| PROPERTY NUMBERS Total: 2 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 4109482 | ARTISAN BAKERS SMALL BATCH ALL-NATURAL T | |
| Registration Number: | 5249317 | TRIBECA OVEN | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 3128622200 | | |
| <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: | 3128628738 | | |
| Email: | michelle.nowicki@kirkland.com | | |
| Correspondent Name: | Michelle Nowicki | | |
| Address Line 1: | 300 N. LaSalle | | |
| Address Line 2: | Kirkland & Ellis LLP | | |
| Address Line 4: | Chicago, ILLINOIS 60654 | | |
| ATTORNEY DOCKET NUMBER: | 42116-2 | | |
| NAME OF SUBMITTER: | Michelle Nowicki | | |
| SIGNATURE: | /Michelle Nowicki/ | | |
| DATE SIGNED: | 04/23/2018 | | |
| Total Attachments: 12 | | | |
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FILING RECEIPT

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ENTITY NAME: TRIBECA OVEN LLC

DOCUMENT TYPE: MERGER (UNAUTHORIZED LLC)
PROCESS

COUNTY: UNKN

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FILED:03/29/2018 DURATION:***** CASH#:180329000569 FILM #:180329000521

FILER:

EFFECT DATE

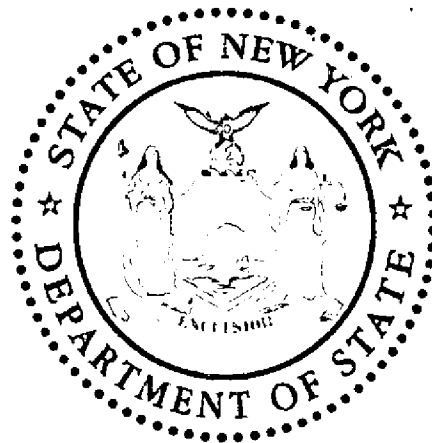
CINDY OBERDORFF
C/O KIRKLAND & ELLIS LLP
300 N LASALLE STREET
CHICAGO, IL 60654

03/29/2018

ADDRESS FOR PROCESS:

C/O CT CORPORATION SYSTEM
111 EIGHTH AVENUE
NEW YORK, NY 10011

REGISTERED AGENT:



CONSTITUENT NAME: TRIBECA OVEN, INC.

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SERVICE COMPANY: C T CORPORATION SYSTEM - 07

SERVICE CODE: 07

FEES 210.00

FILING 60.00
TAX 0.00
CERT 0.00
COPIES 0.00
HANDLING 150.00

PAYMENTS 210.00

CASH 0.00
CHECK 0.00
CHARGE 0.00
DRAWDOWN 210.00
OPAL 0.00
REFUND 0.00

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TRADEMARK DOS-1025 (04/2007)

STATE OF NEW YORK

DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

WITNESS my hand and official seal of the
Department of State, at the City of Albany, on
March 30, 2018.



A handwritten signature in black ink, appearing to read "Brendan Fitzgerald", written over a horizontal line.

Brendan Fitzgerald
Executive Deputy Secretary of State

CT-07

180329000 521

**CERTIFICATE OF MERGER
OF
TRIBECA OVEN, INC.
(a New York corporation)
WITH AND INTO
TRIBECA OVEN LLC
(a Delaware limited liability company)**

*In accordance with the provisions of Section 1003 of the
New York Limited Liability Company Law*

Tribeca Oven, Inc., a corporation duly organized and existing under and by virtue of the laws of the State of New York, desiring to merge itself with and into Tribeca Oven LLC, a limited liability company duly organized and existing under and by virtue of the laws of the State of Delaware, pursuant to the provisions of Section 1003 of the New York Limited Liability Company Law, DOES HEREBY CERTIFY as follows:

FIRST: The name and state of formation of each constituent entity of the merger (the "Merger") are as follows: (i) Tribeca Oven, Inc., a New York corporation, formerly known as Ceres Bakery, Inc., a New York corporation (the "Corporation") and (ii) Tribeca Oven LLC, a Delaware limited liability company (the "Company").

SECOND: The date of the Certificate of Incorporation and Certificate of Formation, respectively, of each constituent entity of the Merger were filed with the New York Department of State and the Delaware Secretary of State are as follows: (i) the Corporation was incorporated on May 25, 1988, and (ii) the Company was formed on March 29, 2018.

THIRD: The Company has not filed an application for authority in the State of New York and is not to do business in the State of New York until an application for such authority has been filed with the New York Department of State.

FOURTH: An agreement of merger has been approved and executed by each of the Corporation and the Company.

FIFTH The name of the surviving company of the Merger is Tribeca Oven LLC (the "Surviving Company").

SIXTH: The Surviving Company may be served with process in the State of New York in any action or special proceeding for the enforcement of any liability or obligation of any New York or foreign corporation or other business entity, previously amenable to suit in this state, which is a constituent business entity in this Merger, and for the enforcement, as provided in the Limited Liability Company Law of the State of New York, of the right of members of any

New York or foreign corporation or other business entity to receive payment for their interests against the Surviving Company.

SEVENTH: Pursuant to Section 623 of the Business Corporation Law, Section 1005 of the Limited Liability Company Law of the State of New York or any applicable statute, the Surviving Company will promptly pay to the shareholders of the Corporation the amount, if any, to which they shall be entitled under the provisions of the Business Corporation Law of the State of New York, Limited Liability Company Law of the State of New York and any applicable statute relating to the right of shareholders, members and owners to receive payment for their shares.

EIGHTH: The Secretary of State of New York is designated as agent of the Surviving Company upon whom process against it may be served. The post office address within the State of New York to which the Secretary of State shall mail a copy of any process against the Surviving Company served upon him or her is: c/o CT Corporation System, 111 Eighth Avenue, New York, NY 10011.

NINTH: The Merger of the Corporation with and into the Company, which is a foreign entity, is permitted by the laws of the Company's jurisdiction and is in compliance herewith.

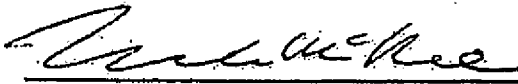
TENTH: The Agreement and Plan of Merger is on file at a place of business of the Surviving Company. Such address of the Surviving Company is: 2201 Broadway Street, San Antonio, Texas 78215.

ELEVENTH: A copy of the Agreement and Plan of Merger will be furnished by the Surviving Company on request and without cost to any member of any domestic limited liability company or to any person holding an interest in any other business entity that is to merge pursuant to such agreement.

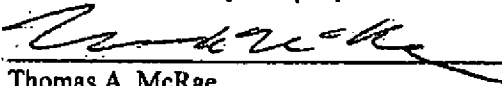
TWELFTH: The Merger shall be effective upon filing with the Secretary of State of the State of New York.

IN WITNESS WHEREOF, the Corporation and the Surviving Company have caused this Certificate of Merger to be signed this 29th day of March, 2018.

TRIBECA OVEN, INC.,
a New York corporation

By: 
Name: Thomas A. McRae
Its: Secretary

TRIBECA OVEN LLC,
a Delaware limited liability company

By: 
Name: Thomas A. McRae
Its: Authorized Person

Certificate of Merger (NY) - Tribeca Oven, Inc. (NY) with and into Tribeca Oven LLC (DE)

TRADEMARK
REEL: 006319 FRAME: 0615

CT-07

521

CERTIFICATE OF MERGER

(Title of Document)

OF

TRIBECA OVEN, INC. into TRIBECA OVEN LLC

(Entity Name)

Under Section 1003 of the New York Limited Liability Company Law
(Law under which filing made)

STATE OF NEW YORK
DEPARTMENT OF STATE
FILED MAR 29 2018
S.S. _____
D. _____

RECEIVED FILED
2018 MAR 29 AM 11:33
FILED BY: _____

Cindy Oberdorff
(Name)

c/o Kirkland & Ellis LLP, 300 N LaSalle Street
(Mailing address)

Chicago, IL 60654
(City, State and ZIP code)

DRAWDOWN

CST ref 10902926SD

1 of 2

509

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 FORMATION OF "TRIBECA OVEN LLC", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF MARCH, A.D. 2018, AT 8:08 O`CLOCK A.M.




Jeffrey W. Bullock, Secretary of State

6772112 8100
SR# 20182277723

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

Authentication: 202415205
Date: 03-29-18

TRADEMARK
REEL: 006319 FRAME: 0617

CERTIFICATE OF FORMATION

OF

TRIBECA OVEN LLC

This Certificate of Formation is being executed as of March 29, 2018, for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act, 6 Del. C. §§ 18-101, et seq.

The undersigned, being duly authorized to execute and file this Certificate of Formation, does hereby certify as follows:

1. Name. The name of the limited liability company is Tribeca Oven LLC (the "Company").

2. Registered Office and Registered Agent. The address of the Company's registered office in the State of Delaware is 1209 Orange Street, in the City of Wilmington, New Castle County, Delaware 19801. The name and address of the registered agent of the Company for service of process is The Corporation Trust Company located at 1209 Orange Street, in the City of Wilmington, New Castle County, Delaware 19801.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Formation as of the day and year first above written.

By: /s/ Cindy Oberdorff
Cindy Oberdorff, an Authorized Person

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:

"TRIBECA OVEN, INC.", A NEW YORK CORPORATION,

WITH AND INTO "TRIBECA OVEN LLC" UNDER THE NAME OF "TRIBECA OVEN LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF MARCH, A.D. 2018, AT 11:45 O`CLOCK A.M.




Jeffrey W. Bullock, Secretary of State

6772112 8100M
SR# 20182290982

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

Authentication: 202417703
Date: 03-29-18

TRADEMARK
REEL: 006319 FRAME: 0619

CERTIFICATE OF MERGER
OF

TRIBECA OVEN, INC.
(a New York corporation)

WITH AND INTO

TRIBECA OVEN LLC
(a Delaware limited liability company)

*In accordance with the provisions of §18-209 of the
Limited Liability Company Act of the
State of Delaware

Tribeca Oven LLC, a limited liability company duly organized and existing under and by virtue of the laws of the State of Delaware, desiring to merge with and into itself Tribeca Oven, Inc., a corporation duly organized and existing under and by virtue of the laws of the State of New York, pursuant to the provisions of Section 18-209 of the Limited Liability Company Act of the State of Delaware (the "Delaware Code"), DOES HEREBY CERTIFY as follows:

FIRST: The name and state of formation of each constituent entity of the merger (the "Merger") are as follows: (i) Tribeca Oven LLC, a Delaware limited liability company (the "Company") and (ii) Tribeca Oven, Inc., a New York corporation ("Tribeca Oven").

SECOND: An Agreement and Plan of Merger (the "Merger Agreement"), dated March 29, 2018 between the Company and Tribeca Oven has been approved, adopted, certified, executed and acknowledged by each constituent entity, in accordance with the requirements of Section 18-209 of the Delaware Code and Section 1003 of the Limited Liability Company Law of the State of New York.

THIRD: The name of the surviving company of the Merger is Tribeca Oven LLC, (the "Surviving Company").

FOURTH: An executed copy of the Merger Agreement is on file at the office of the Surviving Company, 2201 Broadway Street, San Antonio, Texas 78215.

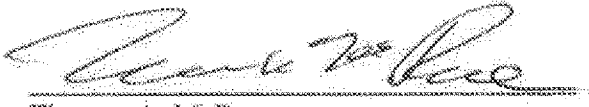
FIFTH: A copy of the Merger Agreement will be furnished by the Surviving Company, upon request and without cost, to any member of the constituent entities.

SIXTH: The Merger shall be effective upon filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

* * * * *

IN WITNESS WHEREOF, the undersigned, for the purpose of effectuating the Merger of the constituent entities, pursuant to the Limited Liability Company Act of the State of Delaware, under penalties of perjury does hereby declare and certify that this is the act and deed of the Company and the facts stated herein are true and accordingly has hereunto signed this Certificate of Merger this 29th day of March, 2018.

TRIBECA OVEN LLC,
a Delaware limited liability company

By: 
Name: Thomas A. McRae
Title: Secretary

Certificate of Merger (DE) - Tribeca Oven, Inc. (NY) with and into Tribeca Oven LLC (DE)