

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM486741

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BelGioioso Cheese, Inc.		08/01/2018	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	BelGioioso Cheese, Inc.		
Street Address:	4200 Main Street		
City:	Green Bay		
State/Country:	WISCONSIN		
Postal Code:	54311		
Entity Type:	Corporation: WISCONSIN		
PROPERTY NUMBERS Total: 40			
Property Type	Number	Word Mark	
Registration Number:	4659255	50 WAYS TO LEAVE YOUR BUTTER	
Registration Number:	4484802	A SMILE WITH EVERY BITE	
Registration Number:	2066021	AMERICAN GRANA	
Registration Number:	4934194	ARTIGIANO	
Serial Number:	87924992	BELGIAGO	
Serial Number:	86573471	BELGIOIOSO ASIAGO	
Registration Number:	5075217	BELGIOIOSO FONTINA	
Registration Number:	4960031	BELGIOIOSO FRESH MOZZARELLA 70 CALORIE S	
Registration Number:	5266974	BELGIOIOSO GORGONZOLA	
Registration Number:	4942758	BELGIOIOSO PARMESAN	
Registration Number:	5178045	BELGIOIOSO ROMANO	
Registration Number:	2402752	BELGRANA	
Registration Number:	2766595	CAPPIELLO	
Registration Number:	4249889	CAPPIELLO	
Registration Number:	2111664	CASARO	
Registration Number:	4399937	CASARO	
Registration Number:	2924703	CREAMYGORG	
Registration Number:	5000158	CRUMBLYGORG	
Serial Number:	87640097	GIANNI PIADINA	

OP \$1015.00 4659255

Property Type	Number	Word Mark
Registration Number:	2668151	
Registration Number:	4177310	"THE ITALIAN FETA"
Registration Number:	4216619	"THE ITALIAN FETA"
Registration Number:	2875502	ITALICO
Registration Number:	4876069	LA BOTTEGA DI BELGIOIOSO
Registration Number:	5148336	MAURO & GIANNI
Registration Number:	5027010	SAY BEL-JOY-OSO BELGIOIOSO
Registration Number:	5027153	
Registration Number:	3948818	
Registration Number:	2523366	PEPERONCINO
Registration Number:	4069634	PROVOLINO
Registration Number:	4716947	QUALITY NEVER STOPS
Registration Number:	3030787	RICOTTA CON LATTE
Registration Number:	4397096	SCAMORZA-RELLA
Registration Number:	4245626	
Registration Number:	5125815	SNACK HAPPY WHOLESOME CHEESE SNACK
Registration Number:	3833403	UNWRAP & ROLL
Registration Number:	2016180	AURIBELLA
Registration Number:	1753330	BELGIOIOSO
Registration Number:	5335974	BELGIOIOSO FONTAL
Registration Number:	4256872	TRIUMPH OF CHEESE

CORRESPONDENCE DATA

Fax Number: 9204372868

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: 920-437-0476

Email: jml@lcojlaw.com

Correspondent Name: James M. Ledvina

Address Line 1: 231 South Adams Street

Address Line 4: Green Bay, WISCONSIN 54301

NAME OF SUBMITTER: James Ledvina

SIGNATURE: /james ledvina/

DATE SIGNED: 08/20/2018

Total Attachments: 12

source=DE to WI Conversion Documents#page1.tif

source=DE to WI Conversion Documents#page2.tif

source=DE to WI Conversion Documents#page3.tif

source=DE to WI Conversion Documents#page4.tif

source=DE to WI Conversion Documents#page5.tif

source=DE to WI Conversion Documents#page6.tif
source=DE to WI Conversion Documents#page7.tif
source=DE to WI Conversion Documents#page8.tif
source=DE to WI Conversion Documents#page9.tif
source=DE to WI Conversion Documents#page10.tif
source=DE to WI Conversion Documents#page11.tif
source=DE to WI Conversion Documents#page12.tif

FILING FEE \$150.00

OPTIONAL EXPEDITED SERVICE + \$25.00

DO NOT STAPLE

Sec. 178.1144,
179.76(3) & (5),
180.1161(3) & (5),
181.1161(3) & (5) and
183.1207(3) & (5),
Wis. Stats.

State of Wisconsin
DEPARTMENT OF FINANCIAL INSTITUTIONS
Division of Corporate & Consumer Services



CERTIFICATE OF CONVERSION

1. Before conversion:

Company Name: <p style="text-align: center;">BelGioioso Cheese, Inc.</p>		
Indicate (X) Entity Type	<input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input checked="" type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) <input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.) <input type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	Organized under the laws of <u>Delaware</u> (state or country *)

* If a foreign (out-of-state) business entity is converting to a Wisconsin business entity, attach a certificate of status (variously called "certificate of existence" or "certificate of good standing") issued by the Secretary of State or other appropriate official in the jurisdiction where the foreign business entity is organized, to include the name of the business entity and its date of incorporation or formation.

2. After conversion:

Company Name: <p style="text-align: center;">BelGioioso Cheese, Inc.</p>		
Indicate (X) Entity Type	<input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input checked="" type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) <input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.) <input type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	Organized under the laws of <u>Wisconsin</u> (state or country)

3. A Plan of Conversion containing all the following parts is required to be attached as Exhibit A.
 (NOTE: A template for Plan of Conversion is included in this form. Use of the template is optional.)

- A. The name, form of business entity, and identity of the jurisdiction governing the business entity that is to be converted.
- B. The name, form of business entity, and identity of the jurisdiction that will govern the business entity after conversion.
- C. The terms and conditions of the conversion.
- D. The manner and basis of converting the shares or other ownership interests of the business entity that is being converted into shares or other ownership interests of the new form of business entity.
- E. The effective date and time of conversion, if the conversion is to be effective other than at the time of filing the certificate of conversion as provided under sec. 178.0114, 179.11(2), 180.0123, 181.0123 or 183.0111, whichever governs the business entity prior to conversion.
- F. A copy of the statement of partnership authority, registration statement, articles of incorporation, articles of organization, certificate of limited partnership, or other similar governing document of the business entity after conversion as Exhibit B. If converting the entity to another state or country, the governing document is not required. (NOTE: Templates for each are included in this form. Use of the templates is optional.)
- G. Other provisions relating to the conversion, as determined by the business entity.

4. The Plan of Conversion was approved in accordance with the applicable law of the jurisdiction that governs the organization of the business entity.

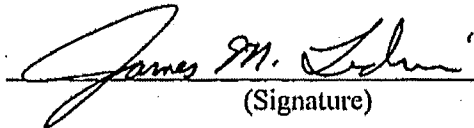
5. Registered Agent (Agent for Service of Process) and Registered Office (Agent's business office) of the business entity **PRIOR TO CONVERSION:**

Registered Agent (Agent for Service of Process): James M. Ledvina	Registered Office: 231 S. Adams Street Green Bay, WI 54301
Additional Entry for a Limited Partnership or General Partnership only →	Record/Principal Office:

6. Registered Agent (Agent for Service of Process) and Registered Office (Agent's business office) of the business entity **AFTER CONVERSION:**

Registered Agent (Agent for Service of Process): James M. Ledvina	Registered Office in WI (Street & Number, City, State (WI) and ZIP code): 231 S. Adams Street Green Bay, WI 54301
Additional Entry for a Limited Partnership or General Partnership only →	Record/Principal Office:

7. Executed on 6/30/2018 (date) by the business entity **PRIOR TO ITS CONVERSION**.


(Signature)

Mark (X) below the title of the person executing the document.

James M. Ledvina

For a corporation

(Printed Name)

Title: President OR Secretary
or other officer title _____

For a limited partnership/general partnership/
limited liability partnership

For a limited liability company

Title: Member OR Manager

Title: General Partner Partner

This document was drafted by Attorney James M. Ledvina

INSTRUCTIONS (Ref. Sec. 178.1141, 179.76(3) & (5), 180.1161(3) & (5), 181.1161(3) & (5) and 183.1207(3) & (5), Wis. Stats. for document content)

Please use BLACK Ink . Submit one original along with the required filing fee of \$150.00 to the address listed below. Make checks payable to the " Department of Financial Institutions ". Filing fee is non-refundable. Sign the document manually or otherwise allowed under sec. 178.0108, 179.14 (1g)(c), 180.0103 (16), 181.0103 (23) or 183.0107 (1g)(c), Wis. Stats.		
Mailing Address: Dept. of Financial Institutions Box 93348 Milwaukee WI 53293-0348	Physical Address for Express Mail: Department of Financial Institutions Division of Corporate & Consumer Services 201 W. Washington Ave – Suite 300 Madison WI 53703	Phone: 608-261-7577 TTY: 711

NOTICE: This form may be used to accomplish a filing required or permitted by statute to be made with the department. Information requested may be used for secondary purposes. This document can be made available in alternate formats upon request to qualifying individuals with disabilities.

1. Enter the company name, type of business entity, and state of organization of business entity **prior to conversion**. Definitions of foreign entity types are set forth in ss. 178.0102(4t) (5) & (6), 179.01(4), 180.0103(9), 181.0103(13) and 183.0102(8), Wis. Stats.

If a foreign (out-of-state) business entity is converting to a Wisconsin business entity, attach a certificate of status (variously called "certificate of existence" or "certificate of good standing") issued by the Secretary of State or other appropriate official in the jurisdiction where the foreign business entity is organized, to include the name of the business entity and its **date of incorporation** or formation.

2. Enter the company name, type of business entity, and state of organization of business entity **after conversion**.

DO NOT STAPLE

Sec. 178.1141,
179.76(3) & (5),
180.1161(3) & (5),
181.1161(3) & (5) and
183.1207(3) & (5),
Wis. Stats.

Optional Template

State of Wisconsin
DEPARTMENT OF FINANCIAL INSTITUTIONS
Division of Corporate & Consumer Services



Exhibit A
PLAN OF CONVERSION

1. Before conversion:

Company Name: BelGioioso Cheese, Inc.		
Indicate (X) Entity Type	<input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input checked="" type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) <input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.) <input type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	Organized under the laws of <u>Delaware</u> (state or country)

2. After conversion:

Company Name: BelGioioso Cheese, Inc.		
Indicate (X) Entity Type	<input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input checked="" type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) <input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.) <input type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	Organized under the laws of <u>Wisconsin</u> (state or country)

3. The terms and conditions of the conversion.

The shares of BelGioioso Cheese, Inc. (DE Corporation) shall be converted on a one to one basis to shares in BelGioioso Cheese, Inc. (WI Corporation). The original stock certificates issued for the shares of BelGioioso Cheese, Inc. (DE Corporation) shall remain in place and no new stock certificates will be reissued. Such stock certificates and any new stock certificates issued after the date of the conversion are to be governed under the Laws of the State of Wisconsin.

Optional Template (continued)

4. The manner and basis of converting the shares or other ownership interests of the business entity that is to be converted into shares or other ownership interests of the new form of business entity (required).

The shares of BelGioioso Cheese, Inc. (DE Corporation) shall be converted on a one to one basis to shares in BelGioioso Cheese, Inc. (WI Corporation). The original stock certificates issued for the shares of BelGioioso Cheese, Inc. (DE Corporation) shall remain in place and no new stock certificates will be reissued. Such stock certificates and any new stock certificates issued after the date of the conversion are to be governed under the Laws of the State of Wisconsin.

5. Other provisions relating to the conversion, as determined by the business entity.

Additionally, BelGioioso Cheese, Inc. (WI Corporation) shall continue to be vested with title to all property owned by BelGioioso Cheese, Inc. (DE Corporation) without reversion or impairment.

6. (OPTIONAL) Effective Date and Time of Conversion

The effective date and time of conversion shall be August 1, 2018 (date) at 12:00AM (time).

(An effective date declared under this article may not be earlier than the date the document is delivered to the department for filing, nor more than 90 days after its delivery. If no effective date and time is declared, the effective date and time will be determined by sec. 178.0114, 179.11(2), 180.0123, 181.0123 or 183.0111, whichever section governs the business entity prior to conversion.)

7. The articles of incorporation, articles of organization, certificate of limited partnership, or other similar governing document of the business entity after conversion is attached as Exhibit B. **If converting the entity to another state or country, the governing document is not required.**

(NOTE: Templates for statement of partnership authority, registration statement, certificate of limited partnership, articles of incorporation, and articles of organization are included in this form.
Use of the templates is optional)

(Attach the appropriate governing document after conversion as Exhibit B)

EXHIBIT

B

ARTICLES OF INCORPORATION
OF
BELGIOIOSO CHEESE, INC.

The shareholders and board of directors of BelGioioso Cheese, Inc. (the "Corporation") duly adopted the following Articles of Incorporation pursuant to the authority and provisions of Chapter 180 of the Wisconsin Statutes as part of the Corporation's conversion from a Delaware corporation to a Wisconsin corporation. These Articles of Incorporation supersede and take the place of the existing Certificate of Incorporation and any restatements or amendments thereto.

ARTICLE 1: The name of the Corporation is BelGioioso Cheese, Inc.

ARTICLE 2: The Corporation is organized under Chapter 180 of the Wisconsin Statutes.

ARTICLE 3: The name of the Corporation's registered agent is James M. Ledvina and the street address of the Corporation's registered office is 231 South Adams Street, Green Bay, WI 54301.

ARTICLE 4: The nature of the business that the Corporation shall conduct or promote are, in conjunction or associated with or under any agreement, or with any government, corporation, association, partnership, firm, combination, organization, entity or individual, domestic or foreign, or acting in its own behalf and stead, as follows:

A. To engage in any lawful act or activity for which corporations may be organized under the Wisconsin Business Corporation Law, provided that it is not formed to engage in any act or activity requiring the consent or approval of any state official, department, board, agency or other body without such consent or approval first being obtained;

B. To have and exercise all of the powers now or hereafter to be conferred by the laws of Wisconsin upon corporations formed thereafter, or of any other law that may now or hereafter be applicable to the Corporation; and do any and all of the acts and things herein set forth to the same extent as natural persons could do, and in any part of the world, as principal, factor, agents, contractors, or otherwise whether alone or in company with any person, entity, syndicate, partnership association, or corporation: to establish and maintain offices and agencies within and anywhere outside of the state of Wisconsin, and to exercise all or any of its corporate powers and rights in the State of Wisconsin, and in any and all other states, territories, districts, colonies, possessions or dependencies of the United States of America and in any foreign countries.

The foregoing clauses of this Article 4 shall be construed as purposes, objects and powers, and the matters expressed in each clause shall not be limited in any way, except as otherwise expressly provided, by reference to or inference from the terms of any other clause (or any other matter within the same clause), but shall be regarded as independent purposes, objects and powers.

Nothing herein contained shall be construed as giving the Corporation any rights, powers or privileges not permitted to it by law, but the occurrence within any of the foregoing clauses of

TRADEMARK

REEL: 006433 FRAME: 0345

any purpose, power or object prohibited by the laws of the States of Wisconsin, any other state, the District of Columbia, or of any territory, dependency or foreign country, in which the Corporation may carry on business, shall not invalidate any other purpose, power or object not so prohibited, by reason of its contiguity or apparent association therewith.

The enumeration of specified purposes, objects and powers shall not be construed to exclude, limit or restrict in any manner any power, right or privilege given to the Corporation by law, or to limit or restrict the meaning of the general terms or the general powers of the Corporation, nor shall the expression of one thing be deemed to exclude another not expressed, although it be of like nature, it being the intent of this Article 4 that this Corporation shall have and may exercise all the powers now or which hereafter may be conferred by the laws of the State of Wisconsin upon corporations formed under the Wisconsin Business Corporation Law.

ARTICLE 5: The aggregate number of shares which the Corporation shall have authority to issue is one hundred thousand (100,000) shares, all of which are to be common stock having no par value, which shall constitute the total number of shares to be issued by the Corporation.

ARTICLE 6: In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to make, amend, restate or repeal the Corporation's bylaws.

ARTICLE 7: The name and address of the initial incorporator, who incorporated the Corporation in Delaware on December 7, 1992, is George M. Pavia, 230 Park Avenue, New York, NY 10169. The name and address of the incorporator, who converted the Corporation to a Wisconsin corporation on even date herewith, is James M. Ledvina, 231 South Adams Street, Green Bay, WI 54301.

CERTIFICATE

This is to certify that the foregoing Articles of Incorporation are made pursuant to the Corporation's conversion from a Delaware corporation to a Wisconsin corporation pursuant to the resolutions that the Corporation's Board of Directors and Shareholders adopted on June 30, 2018, in accordance with Wis. Stat. §180.1161 and Section 266 of the Delaware General Corporation Law.

Executed this 30th day of June, 2018.

BELGIOIOSO CHEESE, INC.

By Errico Auricchio
Errico Auricchio, President

THIS DOCUMENT DRAFTED BY:
Attorney James M. Ledvina
Law Firm of Conway, Olejniczak & Jerry, S.C.
231 S. Adams Street
P.O. Box 23200
Green Bay, Wisconsin 54305 3200

2848924_3

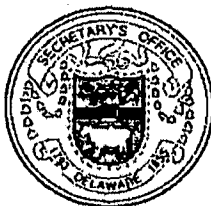
Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BELGIOIOSO CHEESE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTEENTH DAY OF JULY, A.D. 2018.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BELGIOIOSO CHEESE, INC." WAS INCORPORATED ON THE SEVENTH DAY OF DECEMBER, A.D. 1992.



2318138 8300

SR# 20185687321

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

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 203072403

Date: 07-16-18

TRADEMARK
REEL: 006433 FRAME: 0348

CERTIFICATE OF CONVERSION

┌ Attorney James M. Ledvina
┌ Law Firm of Conway, Olejniczak & Jerry, S.C.
┌ 231 S. Adams Street
┌ P.O. Box 23200
┌ Green Bay, WI 54305-3200

└ Enter your return address within the bracket above.

Phone number during the day: (920) 437-0476

INSTRUCTIONS (Cont'd)

3. Attach the Plan of Conversion as Exhibit A. If the Plan of Conversion declares a specific effective time or delayed effective time and date, such date may not be prior to the date the document is delivered to the department for filing, nor more than 90 days after delivery. The drafter may either use the template Plan of Conversion provided in this form or may draft a Plan by other means.

4. This article states that the Plan of Conversion was approved in accordance with the applicable law of the jurisdiction that governs the organization of the business entity prior to conversion.

5. Except for general partnerships, provide the name of the business entity's registered agent and the address of its registered office prior to conversion. If the business entity is a domestic limited partnership or general partnership, provide the address of its record or principal office.

6. Except for general partnerships, provide the name of the business entity's registered agent and the address of its registered office after conversion. If the business entity after conversion will be a domestic limited partnership or general partnership, also provide the address of its record or principal office. NOTE: The address of the registered office must describe its physical location, i.e., street name and number, city (in Wisconsin) and ZIP code. P O Box addresses may be included as part of the address (if located in the same community), but are not sufficient alone. Compare the information supplied in Article 6 to see that it agrees with the information set forth in the articles of incorporation or similar governing document attached as Exhibit B.

7. Enter the date of execution and the name and title of the person signing the document. The person executing the document will do so in their capacity as an officer, member, etc., of the business entity prior to its conversion. For example, an officer of the corporation would sign a Certificate of Conversion converting a corporation to a limited liability company.

Delaware

The First State

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 "BELGIOIOSO CHEESE, INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF JULY, A.D. 2018, AT 3:48 O`CLOCK P.M.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE CORPORATION HAS FILED ALL DOCUMENTS AND PAID ALL FEES REQUIRED, AND THEREUPON THE CORPORATION SHALL CEASE TO EXIST AS A CORPORATION OF THE STATE OF DELAWARE.




Jeffrey W. Bullock, Secretary of State

2318138 0265C
SR# 20185770395

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

Authentication: 203217335
Date: 08-09-18

TRADEMARK
REEL: 006433 FRAME: 0350

**STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A DELAWARE CORPORATION
TO A NON-DELAWARE ENTITY
PURSUANT SECTION 266 OF THE
GENERAL CORPORATION LAW**

1.) The name of the Corporation is BelGioioso Cheese, Inc.

(If changed, the name under which it's certificate of incorporation was originally filed was Auricchio Cheese Limited.)

2.) The date of filing of its original certificate of incorporation with the Secretary of State is 12/7/1992.

3.) The jurisdiction to which the corporation shall convert to is Wisconsin and the name under which the entity shall be known as is BelGioioso Cheese, Inc.

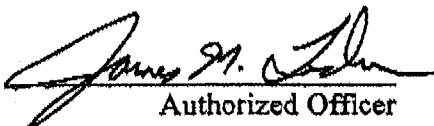
4.) The conversion has been approved in accordance with this section;

5.) The corporation may be served with process in the State of Delaware in any action, suit or proceeding for enforcement of any obligation of the corporation arising while it was a corporation of the State of Delaware, and that it irrevocably appoints the Secretary of State as its agent to accept service of process in any such action, suit or proceeding.

6.) The address to which a copy of the process shall be mailed to by the Secretary of State is

P.O. Box 23200, Green Bay, WI 54305-3200

In Witness Whereof, the undersigned have executed this Certificate of Conversion on this 30th day of June, A.D. 2018.

By: 
Authorized Officer

Name: James M. Ledvina, Secretary
Print or Type Name and Title