

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM500439

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	01/04/2018

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Best Food Services, LLC	FORMERLY Best Food Services, Inc	01/04/2018	Limited Liability Company: ILLINOIS

NEWLY MERGED ENTITY DATA

Name	Execution Date	Entity Type
Best Food Services LLC	01/04/2018	Limited Liability Company: ILLINOIS

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

Name:	Best Food Services
Street Address:	6500 W 51st Street
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60638
Entity Type:	Limited Liability Company: UNITED STATES

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	4442989	ASIAWIN
Registration Number:	4442525	TUAN MEI
Registration Number:	3242967	ALWAYS THE BEST
Registration Number:	3240460	BEST FOOD SERVICES INC
Registration Number:	4458099	CHUI HO BROCCOLI
Registration Number:	4453914	ALWAYS THE BEST
Registration Number:	4592898	OZMO
Registration Number:	4453255	HONG KONG CHEF KING
Registration Number:	5044495	YEN
Registration Number:	5094389	ELITE

CORRESPONDENCE DATA

Fax Number:

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent

TRADEMARK

using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 7739661123
Email: hr@bestfoodservice.us
Correspondent Name: Ngam Tung
Address Line 1: 6500 W 51st Street
Address Line 4: Chicago, ILLINOIS 60638

NAME OF SUBMITTER:	Ngam Tung
SIGNATURE:	/NT/
DATE SIGNED:	12/03/2018

Total Attachments: 6
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OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

06673112

01/11/18

ERIC KWOK
6500 W. 51ST ST.
CHICAGO, IL 60638-0000

RE BEST FOOD SERVICES CONSTITUENT LLC

DEAR SIR OR MADAM:

ARTICLES OF MERGER FOR THE ABOVE NAMED COMPANY HAVE BEEN
PLACED ON FILE.

THE REQUIRED FEE IS HEREBY ACKNOWLEDGED.

SINCERELY YOURS,

A handwritten signature in cursive script that reads "Jesse White".

JESSE WHITE
ILLINOIS SECRETARY OF STATE
DEPARTMENT OF BUSINESS SERVICES
LIMITED LIABILITY DIVISION
(217) 524-8008

Form **LLC-37.25**
July 2017

Secretary of State
Department of Business Services
Limited Liability Division
501 S. Second St., Rm. 351
Springfield, IL 62756
217-524-3000
www.cyberdriveillinois.com

Payment may be made by check payable to Secretary of State. If check is returned for any reason this filing will be void.

Illinois
Limited Liability Company Act
Articles of Merger

STATE OF ILLINOIS

Type or print clearly.

Filing Fee: * \$ 100.00
(Filing fee \$100 plus \$50 each entity more than two)

Approved: B

FILE #

06073112

This space for use by Secretary of State.

FILED

JAN 04 2018

JESSE WHITE
SECRETARY OF STATE

1. Names of the organizations proposing to merge:

Name of Entity	Form Type (Corporation, Limited Liability Company, Limited Partnership, General Partnership or other permitted entity)	Domestic State or Jurisdiction	Date of Organization or Admission to Illinois	Illinois Secretary of State File Number (if any)
<u>BEST FOOD SERVICES CONSTITUENT LLC</u>	<u>LLC</u>	<u>ILLINOIS</u>	<u>01/02/2018</u>	<u>06673112</u>
<u>BEST FOOD SERVICES INC.</u>	<u>Corp</u>	<u>ILLINOIS</u>	<u>06/10/2002</u>	<u>02288387</u>

2. A copy of that portion of the plan as approved that contains the name and form of each constituent organization and the surviving organization must be attached to these Articles of Merger.

3. a. Name of Surviving Entity: BEST FOOD SERVICES CONSTITUENT LLC
 b. File Number (if any): 06673112
 c. Jurisdiction: ILLINOIS

4. If the surviving organization is created by this Merger: (check one)
 The surviving organization is an Illinois Limited Liability Company. Articles of Organization are included with this filing.
 The surviving organization is an organization other than an Illinois Limited Liability Company. A copy of the organizational document and any amendment thereto provided for in the plan of merger are included with this filing.

5. Effective date of merger: (check one)
 a. the filing date, or
 b. a later date, but not more than 30 days subsequent to the filing date: _____
 Month, Day, Year

6. If the surviving organization is a foreign organization not registered to do business in this state, the Secretary of State is its agent for service of process. Street and mailing addresses of the office to which a copy of any process against the company served on the Secretary of State may be mailed:

Number _____ Street _____ Suite (PO Box when it not acceptable) _____
 City _____ State _____ ZIP Code _____

AGREEMENT AND PLAN OF MERGER

This Agreement and Plan of Merger (this “**Plan of Merger**”) is made and entered into as of December 29, 2017 by and between Best Food Services Inc., an Illinois corporation (“**Target**”), and Best Food Services LLC, an Illinois limited liability company (“**Survivor**”).

1. **Background.** Target has issued 100 shares (the “**Target Shares**”), which are held by various shareholders (the “**Shareholders**”). Survivor has authorized membership interests consisting of 100,000 membership interests (the “**Survivor Membership Interest**”) of which 100 units of Survivor Membership Interests have been duly issued and are outstanding. Each of Survivor and Target (collectively, the “**Companies**”) deem it advisable to cause the merger (the “**Merger**”) of Target with and into Survivor with Survivor being the surviving LLC of such Merger.

In consideration of the mutual promises, covenants and agreements hereinafter set forth, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by the parties hereto, the Companies hereby agree as follows.

2. **Articles of Merger; Certificate of Merger.** The Merger shall be effective upon the filing of a duly executed Articles of Merger with the Secretary of State of Illinois. The Merger shall become effective at 11:59 p.m., Central Standard Time, on January 2, 2018 (the “**Effective Date**”) for accounting purposes only.

3. **Merger.** Subject to the approval of this Plan of Merger by the Companies, and provided this Plan of Merger is not terminated prior to the Effective Date:

- A. as of the Effective Date, the Companies shall merge into a single surviving limited liability company.
- B. Survivor shall remain an Illinois limited liability company governed by and subject to the laws of the State of Illinois; and
- C. the officers of the Companies are directed to prepare, file and record all documents with the Illinois Secretary of State and such other governmental offices as are necessary to consummate the merger of the Companies in accordance with this Plan of Merger and the laws of the States of Illinois, including, without limitation, the Articles of Merger.

4. **Surviving Limited Liability Company.** Survivor will survive the Merger and continue thereafter as the surviving limited liability company, and its identity, existence, rights, powers, privileges, properties (real, personal and mixed), debts, duties, liabilities and other things, causes of action and proceedings shall continue unaffected and unimpaired by the Merger. The corporate identity, existence, rights, powers, privileges, properties (real, personal and mixed), debts, duties, liabilities and other things, causes of action and proceedings of Target will be wholly merged into Survivor, and Survivor will be fully vested therewith. Accordingly,

on the Effective Date, the separate existence of Target, except insofar as continued by statute, will cease.

5. Articles of Organization of Survivor. The name of the limited liability company as referenced in the Articles of Organization of Best Food Services Constituent LLC shall be amended to: Best Food Services LLC.

6. Managers and Officers of Survivor. All managers and officers of Survivor as they exist immediately prior to the Merger shall continue in their positions as managers and officers of Survivor, as the surviving limited liability company, after the Effective Date.

7. Exchange of Securities on Merger. On the Effective Date, without further action of the Board of Directors or Member, each issued and outstanding share of stock of Target will convert into and become issued and outstanding units of the Survivor, after the Effective Date.

8. Amendments to Plan. This Plan of Merger may be amended or modified, in whole or in part, at any time prior to the filing of the Articles of Merger with the Illinois Secretary of State by a written agreement of the Companies.

* * * *

IN WITNESS WHEREOF, Survivor and Target have executed this Agreement and Plan Merger as of the date first set forth above.

Best Food Services Inc.,
an Illinois corporation

Best Food Services LLC,
an Illinois limited liability company

By: Eric Kwok, a duly authorized officer

By: Eric Kwok, its Manager

By: 

By: 

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