

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM509340

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME		
EFFECTIVE DATE:	07/29/2018		

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Huron Produce Ltd.		07/29/2018	Corporation: CANADA

NEWLY MERGED ENTITY DATA

Name	Execution Date	Entity Type
LIPMAN FAMILY FARMS CANADA, INC.	07/29/2018	Corporation: CANADA

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

Name:	LIPMAN FAMILY FARMS CANADA, INC.
Street Address:	22 Adelaide Street West
Internal Address:	Suite 3600
City:	Toronto, Ontario
State/Country:	CANADA
Postal Code:	M5H4E3
Entity Type:	Corporation: CANADA

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	2224309	SUNTASTIC
Registration Number:	4988311	SUNTASTIC

CORRESPONDENCE DATA

Fax Number: 7036217155

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: 703-621-7140 ex. 148

Email: mailroom@mg-ip.com, nmd@mg-ip.com

Correspondent Name: Roberta S. Bren & Muncy, Geissler, et al

Address Line 1: 4000 Legato Road, Suite 310

Address Line 4: Fairfax, VIRGINIA 22033

DOMESTIC REPRESENTATIVE

Name:	MUNCY, GEISSLER, OLDS & LOWE, P.C.
Address Line 1:	4000 Legato Road, Suite 310
Address Line 4:	Fairfax, VIRGINIA 22033
NAME OF SUBMITTER:	Roberta S. Bren/
SIGNATURE:	/Roberta S. Bren/
DATE SIGNED:	02/08/2019

Total Attachments: 7

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À l'usage exclusif du ministère
of Government
and Consumer Services
Ontario

CERTIFICATE
This is to certify that these
articles are effective on

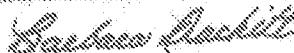
Ministère des Services
gouvernementaux et des
Services aux consommateurs

CERTIFICAT
Ceci certifie que les présents
statuts entrent en vigueur le

Ontario Corporation Number
Numéro de la société en Ontario

1999565

JULY 29 JUILLET, 2018



(17)

Director / Directrice
Business Corporations Act / Loi sur les sociétés par actions

Form 4
Business
Corporations
Act

Formule 4
Loi sur les
sociétés par
actions

ARTICLES OF AMALGAMATION STATUTS DE FUSION

1. The name of the amalgamated corporation is: (Set out in BLOCK CAPITAL LETTERS)
Dénomination sociale de la société issue de la fusion: (Écrire en LETTRES MAJUSCULES SEULEMENT):

L	I	P	M	A	N	F	A	M	I	L	Y	F	A	R	M	S	C	A	N	A	D	A	,	I	N
C	.																								

2. The address of the registered office is:
Adresse du siège social:

22 ADELAIDE STREET WEST, SUITE 3600

Street & Number or R.R. Number & if Multi-Office Building give Room No./
Rue et numéro ou numéro de la R.R. et, s'il s'agit d'un édifice à bureaux, numéro du bureau:

TORONTO

ONTARIO

M	5	H	4	E	3
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Postal Code/Code postal

3. Number of directors is:
Nombre d'administrateurs:

Fixed number
Nombre fixe

OR minimum and maximum
OU minimum et maximum

1	10
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4. The director(s) is/are: / Administrateur(s):

First name, middle names and surname
Prénom, autres prénoms et nom de famille

Address for service, giving Street & No. or R.R. No., Municipality,
Province, County and Postal Code

Bomicile élu, y compris la rue et le numéro ou le numéro de la R.R., le
nom de la municipalité, la province, le pays et le code postal

Resident Canadian
State 'Yes' or 'No'
Résident canadien
Oui/Non

Kent Shoemaker	22 Adelaide Street West, Suite 3600 Toronto, Ontario M5H 4E3	Yes
Drew Yurko	22 Adelaide Street West, Suite 3600 Toronto, Ontario M5H 4E3	Yes
Andrew Glavin	22 Adelaide Street West, Suite 3600 Toronto, Ontario M5H 4E3	Yes

5. Method of amalgamation, check A or B

Méthode choisie pour la fusion – Cocher A ou B :

A - **Amalgamation Agreement / Convention de fusion :**



The amalgamation agreement has been duly adopted by the shareholders of each of the amalgamating corporations as required by subsection 176 (4) of the *Business Corporations Act* on the date set out below.

or
ou

Les actionnaires de chaque société qui fusionne ont dûment adopté la convention de fusion conformément au paragraphe 176(4) de la *Loi sur les sociétés par actions* à la date mentionnée ci-dessous.

B - **Amalgamation of a holding corporation and one or more of its subsidiaries or amalgamation of subsidiaries / Fusion d'une société mère avec une ou plusieurs de ses filiales ou fusion de filiales :**



The amalgamation has been approved by the directors of each amalgamating corporation by a resolution as required by section 177 of the *Business Corporations Act* on the date set out below.

Les administrateurs de chaque société qui fusionne ont approuvé la fusion par voie de résolution conformément à l'article 177 de la *Loi sur les sociétés par actions* à la date mentionnée ci-dessous.

The articles of amalgamation in substance contain the provisions of the articles of incorporation of
Les statuts de fusion reprennent essentiellement les dispositions des statuts constitutifs de

LIPMAN FAMILY FARMS CANADA, INC.

and are more particularly set out in these articles.

et sont énoncés textuellement aux présents statuts.

Names of amalgamating corporations Dénomination sociale des sociétés qui fusionnent	Ontario Corporation Number Numéro de la société en Ontario	Date of Adoption/Approval Date d'adoption ou d'approbation		
		Year année	Month mois	Day jour
LIPMAN FAMILY FARMS CANADA, INC.	1994656	2018	07	17
1510328 ONTARIO INC.	1510328	2018	07	17
1480841 ONTARIO INC.	1480841	2018	07	17
HURON PRODUCE LIMITED	1788063	2018	07	17
J.S. KINTS INC.	1010890	2018	07	17
METZGER CONSULTING INC.	1945933	2018	07	17

6. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise.
Limites, s'il y a lieu, imposées aux activités commerciales ou aux pouvoirs de la société.

None.

7. The classes and any maximum number of shares that the corporation is authorized to issue:
Catégories et nombre maximal, s'il y a lieu, d'actions que la société est autorisée à émettre :

The Corporation is authorized to issue an unlimited number of Common Shares.

8. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors authority with respect to any class of shares which may be issued in series:

Droits, priviléges, restrictions et conditions, s'il y a lieu, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions qui peut être émise en série :

The rights, privileges, restrictions and conditions attaching to the Common Shares are as follows:

(a) Payment of Dividends: The holders of the Common Shares shall be entitled to receive dividends if, as and when declared by the board of directors of the Corporation out of the assets of the Corporation properly applicable to the payment of dividends in such amount and payable at such times and at such place or places in Canada as the board of directors may from time to time determine. Subject to the rights of the holders of any other class of shares of the Corporation entitled to receive dividends in priority to or rateably with the Common Shares, the board of directors may in their sole discretion declare dividends on the Common Shares to the exclusion of any other class of shares of the Corporation.

(b) Participation upon Liquidation, Dissolution or Winding-Up: In the event of the liquidation, dissolution or winding-up of the Corporation or other distribution of the assets of the Corporation among its shareholders for the purpose of winding-up its affairs, the holders of the Common Shares shall, subject to the rights of the holders of any class of shares of the Corporation entitled to receive the assets of the Corporation upon such a distribution in priority to the holders of the Common Shares, be entitled to share rateably share for share and without preference or distinction in any further distributions of the assets of the Corporation.

(c) Voting Rights: The holders of the Common Shares shall be entitled to receive notice of and to attend all annual and special meetings of the shareholders of the Corporation and to one (1) vote in respect of each common share held at all such meetings.

9. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows:
L'émission, le transfert ou la propriété d'actions est/n'est pas restreint. Les restrictions, s'il y a lieu, sont les suivantes :

The right to transfer securities (including for greater certainty shares), other than non-convertible debt securities of the Corporation, shall be restricted in that no such securities shall be transferred without the consent of either:

(a) the directors expressed by resolution passed by the board of directors at a meeting of directors or by an instrument or instruments signed by a majority of directors; or

(b) the holder or holders of a majority of the outstanding securities entitled to vote expressed by resolution passed at a meeting of the shareholders or by an instrument or instruments signed by the holder or holders of a majority of such securities,

which consent may be given either prior or subsequent to the time of transfer of such securities.

10. Other provisions, (if any):

Autres dispositions, s'il y a lieu :

The Corporation shall be entitled to a lien on a share registered in the name of a shareholder or his legal representative for a debt of that shareholder to the Corporation.

11. The statements required by subsection 178(2) of the *Business Corporations Act* are attached as Schedule "A".
Les déclarations exigées aux termes du paragraphe 178(2) de la *Loi sur les sociétés par actions* constituent l'annexe A.

12. A copy of the amalgamation agreement or directors' resolutions (as the case may be) is/are attached as Schedule "B".
Une copie de la convention de fusion ou les résolutions des administrateurs (selon le cas) constitue(nt) l'annexe B.

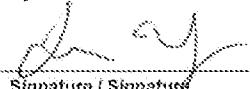
These articles are signed in duplicate.
Les présens statuts sont signés en double exemplaire.

Name and original signature of a director or authorized signing officer of each of the amalgamating corporations. Include the name of each corporation, the signatory's name and description of office (e.g. president, secretary). Only a director or authorized signing officer can sign on behalf of the corporation. / Nom et signature originale d'un administrateur ou d'un signataire autorisé de chaque société qui fusionne. Indiquer la dénomination sociale de chaque société, le nom du signataire et sa fonction (p. ex. : président, secrétaire). Seul un administrateur ou un dirigeant habilité peut signer au nom de la société.

LIPMAN FAMILY FARMS CANADA, INC.

Names of Corporations / Dénomination sociale des sociétés

By / Par



Signature / Signature

Drew Yurko

Vice President

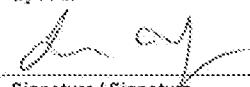
Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

1510328 ONTARIO INC.

Names of Corporations / Dénomination sociale des sociétés

By / Par



Signature / Signature

Drew Yurko

Vice President

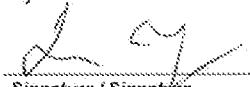
Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

1480841 XN80840 ONTARIO INC.

Names of Corporations / Dénomination sociale des sociétés

By / Par



Signature / Signature

Drew Yurko

Vice President

Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

HURON PRODUCE LIMITED

Names of Corporations / Dénomination sociale des sociétés

By / Par



Signature / Signature

Drew Yurko

Vice President

Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

J.S. KINTS INC.

Names of Corporations / Dénomination sociale des sociétés

By / Par



Signature / Signature

Drew Yurko

Vice President

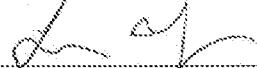
Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

METZGER CONSULTING INC.

Names of Corporations / *Dénomination sociale des sociétés*

By / Par


Signature / *Signature*

Drew Yurko

Print name of signatory /
Nom du signataire en lettres moulées

Vice President

Description of Office / *Fonction*

By / Par

Names of Corporations / *Dénomination sociale des sociétés*Signature / *Signature*

Print name of signatory /

*Nom du signataire en lettres moulées*Description of Office / *Fonction*

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