

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM552656

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
The New French Bakery, Inc.		08/10/2018	Corporation: MINNESOTA
RECEIVING PARTY DATA			
Name:	The New French Bakery, LLC		
Street Address:	828 Kasota Avenue SE		
City:	Minneapolis		
State/Country:	MINNESOTA		
Postal Code:	55414		
Entity Type:	Limited Liability Company: MINNESOTA		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	5520311	NEW FRENCH BAKERY EST. 1995 TAKE & BAKE	
Registration Number:	5520331	NEW FRENCH BAKERY EST. 1995	
Registration Number:	5240776	NEW FRENCH BAKERY EST. 1995	
CORRESPONDENCE DATA			
Fax Number:	2163634588		
<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:	2163634677		
Email:	dpoirier@beneschlaw.com		
Correspondent Name:	Duncan H. Poirier		
Address Line 1:	Benesch Friedlander Coplan & Aronoff LLP		
Address Line 2:	200 Public Square, Suite 2300		
Address Line 4:	Cleveland, OHIO 44114		
ATTORNEY DOCKET NUMBER:	48706-28		
NAME OF SUBMITTER:	Duncan H. Poirier		
SIGNATURE:	/Duncan H. Poirier/		
DATE SIGNED:	12/10/2019		
Total Attachments: 9			
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OP \$90.00 5520311

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Office of the Minnesota Secretary of State Certificate of Conversion

I, Steve Simon, Secretary of State of Minnesota, certify that: the documentation required to effectuate a conversion by the entity listed below from the law under which the entity was previously governed to the law under which it is governed after the issuance of this certificate, on the date listed and has been approved pursuant to the procedures required in the chapter indicated.

Conversion Filed Pursuant to Minnesota Statutes, Chapter: 302A

Home Jurisdiction and Name of Converting Entity:

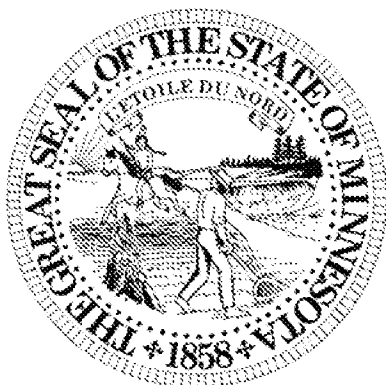
Minnesota: The New French Bakery, Inc.

After Conversion, Entity is governed by Minnesota Statutes, Chapter:
322C

Home Jurisdiction and Name of Entity after the Effective Date of Conversion:

Minnesota: The New French Bakery, LLC

This Certificate has been issued on: 08/10/2018



A handwritten signature in black ink that reads "Steve Simon".

Steve Simon
Secretary of State
State of Minnesota

Office of the Minnesota Secretary of State Certificate of Organization

I, Steve Simon, Secretary of State of Minnesota, do certify that: The following business entity has duly complied with the relevant provisions of Minnesota Statutes listed below, and is formed or authorized to do business in Minnesota on and after this date with all the powers, rights and privileges, and subject to the limitations, duties and restrictions, set forth in that chapter.

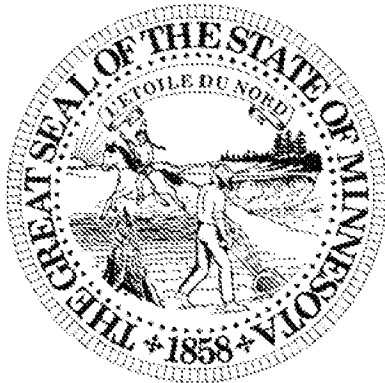
The business entity is now legally registered under the laws of Minnesota.

Name: The New French Bakery, LLC

File Number: 1027716100054

Minnesota Statutes, Chapter: 322C

This certificate has been issued on: 08/10/2018



A handwritten signature in black ink that reads "Steve Simon". The signature is written in a cursive style.

Steve Simon
Secretary of State
State of Minnesota



THE NEW FRENCH BAKERY, INC.

PLAN OF CONVERSION

This Plan of Conversion (the "Plan of Conversion") is adopted as of August 10, 2018, to convert The New French Bakery, Inc., a Minnesota corporation (the "Converting Organization"), to a Minnesota limited liability company to be known as "The New French Bakery, LLC" (the "Converted Organization").

1. The Converted Organization shall be a limited liability company organized under the laws of the State of Minnesota.
2. The Converting Organization is a corporation organized under the laws of the State of Minnesota.
3. The Converting Organization shall be converted to the Converted Organization (the "Conversion") pursuant to Section 302A.682 of the Minnesota Business Corporation Act and Section 322C.1007 of the Minnesota Revised Uniform Limited Liability Company Act.
4. On and after the Effective Time and Date (as defined below) of this Conversion, the name of the Converted Organization shall be The New French Bakery, LLC.
5. On the Effective Time and Date and as a consequence of the Conversion, all of the outstanding capital stock of the Converting Organization, consisting of 10,000 shares, par value \$0.01 per share, shall, by virtue of the conversion and without any action on the part of the holder thereof, be converted into, in the aggregate, one hundred percent (100%) of the membership interests of the Converted Organization.
6. The Articles of Organization of the Converted Organization (the "Articles of Organization") are attached hereto as Exhibit A.
7. The Articles of Conversion of the Converting Organization (the "Certificate of Conversion") is attached hereto as Exhibit B.
8. The sole shareholder of the Converting Organization shall, from time to time, as and when requested by the sole member of Converted Organization, execute and deliver all such further documents and instruments and take such other further action necessary or desirable to carry out the intent and purposes of the Plan of Conversion.
9. The Plan of Conversion shall become effective upon filing of the duly executed Articles of Organization and Articles of Conversion in the office of the Secretary of State of the State of Minnesota (the "Effective Time and Date").
10. The Plan of Conversion has been duly approved by the written consent of the Board of Directors and the written consent of the sole shareholder of the Converting Organization.

* * * * *

Exhibit A

Form of Articles of Organization

of

The New French Bakery, LLC

Office of the Minnesota Secretary of State
Minnesota Limited Liability Company | Articles of Organization
Minnesota Statutes, Chapter 322C



Read the instructions before completing this form.

Filing Fee: \$155 for expedited service in-person and online filings, \$135 if by mail

Note: A professional organization governed under Chapter 319B must include an attachment with the following information: (This information is only required if this is a professional organization.)

1. Statement that the Minnesota firm elects to operate and acknowledges that it is subject to *Minnesota Statutes, Chapter 319B.01 to 319B.12.*
2. List the professional service the organization is authorized to provide under *Minnesota Statutes, Chapter 319B, subd 19.*

The undersigned organizer(s), in order to form a Limited Liability Company under *Minnesota Statutes, Chapter 322C* adopt the following:

Article I – Name of Limited Liability Company (Required)

The New French Bakery, LLC

(The company name must include the words Limited Liability Company or the abbreviation LLC)

Article II - Registered Office Address and Agent (A Registered Office Address is Required)

1010 Dale St. N St. Paul MN 55117-5603
 Street Address (A PO Box by itself is not acceptable) City State Zip Code

Registered Agent at the above address is: C T Corporation System Inc.

Article III – Duration

The period of duration for this limited liability company shall be perpetual.

Article IV – Organizers (Required)

I, the undersigned, certify that I am signing this document as the person whose signature is required, or as agent of the person(s) whose signature would be required who has authorized me to sign this document on his/her behalf, or in both capacities. I further certify that I have completed all required fields, and that the information in this document is true and correct and in compliance with the applicable chapter of Minnesota Statutes. I understand that by signing this document I am subject to the penalties of perjury as set forth in Section 609.48 as if I had signed this document under oath.

Organizer's Name	Street Address	City	State	Zip

Signature	Date

Organizer's Name	Street Address	City	State	Zip
Michael Horgan	One Station Place, Metro Center, 4th Floor	Stamford	CT	06902

Signature	Date
<i>Michael Horgan</i>	August 10, 2018

Email Address for Official Notices

Enter an email address to which the Secretary of State can forward official notices required by law and other notices, including this submission: e.ahlgren@risebakingcompany.com

Check here to have your email address excluded from requests for bulk data, to the extent allowed by Minnesota law.

List a name and daytime phone number of a person who can be contacted about this form:

Eric Ahlgren	612-455-7502
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Entities that own, lease, or have any financial interest in agricultural land or land capable of being farmed must register with the MN Dept. of Agriculture's Corporate Farm Program.

Exhibit B

Form of Articles of Conversion

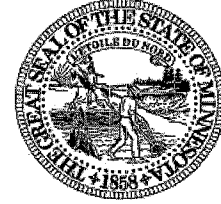
of

The New French Bakery, Inc.

Office of the Minnesota Secretary of State

Articles of Conversion

Minnesota Statutes, Chapter 302A



Read the instruction before completing this form. This form is intended merely as a guide for filing and is not intended to cover all situations.

Filing Fee: \$55 for expedited service in-person, \$35 if submitted by mail

The following type of organization is being converted into another organization and was approved as required by Chapter 302A.

1. Check the appropriate box for this conversion filing:

- Business Corporation (Domestic) governed under Chapter 302A converting to a Limited Liability Company (Domestic) under Chapter 322C.
- Business Corporation (Domestic) governed under Chapter 302A converting to a Limited Liability Company (Foreign).
- Business Corporation (Domestic) governed under Chapter 302A to a Business Corporation (Foreign).
- Business Corporation (Domestic) governed under Chapter 302A converting to a Nonprofit Corporation (Domestic) under Chapter 317A.

2. Name of Organization before the Conversion is: (Required)

The New French Bakery, Inc.

3. Home Jurisdiction of Organization before the Conversion is: (Required) Minnesota

4. Name of the Organization after the Conversion shall be: (Required)

The New French Bakery, LLC

5. Home Jurisdiction of Organization after the Conversion shall be: (Required) Minnesota

6. The time the Conversion is effective under the governing statute of the Converted Organization is:

August 10, 2018

If the converting organization is a domestic organization, the plan of conversion was approved under Section 302A.684, 317A.685 or 322C.1007. If the converting organization is a foreign organization, the conversion was approved as required by the governing statute of the converted organization.

Office of the Minnesota Secretary of State
Articles of Conversion
Minnesota Statutes, Chapter 302A



7. The Terms and Conditions of the Proposed Conversion are:
An additional sheet may be attached for additional Terms and Conditions

See attached.

If no Terms and Conditions are listed, the undersigned personally certifies that there are no Terms and Conditions

8. A Converted Organization that is a foreign organization and not authorized to transact business in this state appoints the secretary of state as its agent for service of process for purposes of enforcing a debt, obligation, or other liability under this subdivision. The street address of an office that the secretary of state may use for the purposes of section 302A.691, subd. 3, 317A.689, subd 3, or 322C.1010 subd. 3 is:

1010 Dale St. N, St. Paul, Minnesota 55117-5603

9. If the converted organization is a domestic organization, include a copy of the Articles of Incorporation or Articles of Organization. (Required)

10. I, the undersigned, certify that I am signing this document as the person whose signature is required, or as agent of the person(s) whose signature would be required who has authorized me to sign this document on his/her behalf, or in both capacities. I further certify that I have completed all required fields, and that the information in this document is true and correct and in compliance with the applicable chapter of Minnesota Statutes. I understand that by signing this document I am subject to the penalties of perjury as set forth in Section 609.48 as if I had signed this document under oath.

A handwritten signature in black ink, appearing to read "Eric Ahlgren".

Authorized Signature of Individual on Behalf of the Converting Company or Authorized Agent (Required)

Email Address for Official Notices

Enter an email address to which the Secretary of State can forward official notices required by law and other notices:

e.ahlgren@risebakingcompany.com

Check here to have your email address excluded from requests for bulk data, to the extent allowed by Minnesota law.

List the name and daytime phone number of a person who can be contacted about this form:

Eric Ahlgren 612-455-7502

Contact Name and Phone Number

Entities that own, lease or have any financial interest in agricultural land or land capable of being farmed must registered with the Minnesota Department of Agriculture's Corporate Farm Program.

Articles of Conversion Rev. 1/1/2018

TRADEMARK
REEL: 006812 FRAME: 0130



File Numbers

102771610003

1027716100054

8L-560

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED

8/10/2018 11:59:00 PM

A handwritten signature in black ink that reads "Steve Simon".

Steve Simon
Secretary of State