

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM597640

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Nutcracker Brands, Inc.		08/20/2019	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Nutcracker Brands LLC		
Street Address:	323 N. Washington Ave.		
Internal Address:	Suite 400		
City:	Minneapolis		
State/Country:	MINNESOTA		
Postal Code:	55401		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 10			
Property Type	Number	Word Mark	
Registration Number:	0658838	ALL AMERICAN	
Registration Number:	1359462	FLAVOR HOUSE	
Registration Number:	1342973	HOODY'S	
Registration Number:	2440575	HOUSE OF ALMONDS SAN JOAQUIN VALLEY, CAL	
Registration Number:	1766034	NUTCRACKER	
Serial Number:	87027416	ORIGINAL NUT HOUSE BRANDS	
Registration Number:	1348344		
Registration Number:	3810260	SHANGHAI SENSATION	
Registration Number:	1320971	SOUTHERN ROASTED NUTS	
Registration Number:	1936987	THE ORIGINAL NUT HOUSE	
CORRESPONDENCE DATA			
Fax Number:	6123408827		
<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:	612-492-6819		
Email:	ip.docket@dorsey.com		
Correspondent Name:	Evan P. Everist, Dorsey & Whitney LLP		
Address Line 1:	50 South Sixth Street		
Address Line 2:	Suite 1500		

OP \$265.00 0658838

Address Line 4: Minneapolis, MINNESOTA 55402-1498	
NAME OF SUBMITTER:	Evan Everist
SIGNATURE:	/Evan Everist/
DATE SIGNED:	09/15/2020
Total Attachments: 6 source=Nutcracker Brands LLC-DE-Miscellaneous#page1.tif source=Nutcracker Brands LLC-DE-Miscellaneous#page2.tif source=Nutcracker Brands LLC-DE-Miscellaneous#page3.tif source=Nutcracker Brands LLC-DE-Miscellaneous#page4.tif source=Nutcracker Brands LLC-DE-Miscellaneous#page5.tif source=Nutcracker Brands LLC-DE-Miscellaneous#page6.tif	

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "NUTCRACKER BRANDS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "NUTCRACKER BRANDS, INC." TO "NUTCRACKER BRANDS LLC", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF AUGUST, A.D. 2019, AT 11:31 O`CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE TWENTIETH DAY OF AUGUST, A.D. 2019 AT 12 O`CLOCK P.M.



919834 8100V
SR# 20202133371

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

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

Authentication: 202584073
Date: 03-13-20

TRADEMARK
REEL: 007051 FRAME: 0591

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:31 AM 08/20/2019
FILED 11:31 AM 08/20/2019
SR 20196603944 - File Number 919834

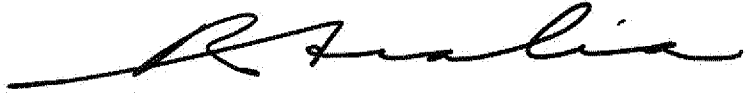
STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A CORPORATION TO
A LIMITED LIABILITY COMPANY

August 20, 2019

1. The jurisdiction where the corporation was first formed is Delaware.
2. The jurisdiction of the corporation immediately prior to filing of this certificate is Delaware.
3. The corporation was first formed on August 5, 1981.
4. The name of the corporation immediately prior to the filing of this certificate is Nutcracker Brands, Inc.
5. The name of the limited liability company as set forth in the certificate of formation is Nutcracker Brands LLC.
6. The conversion is effective at 12:00 p.m. Eastern Standard Time on August 20, 2019.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the converting corporation has executed this certificate as of the date first written above.

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

Name: Robert Scalia

Title: President and Chief Executive Officer

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 "NUTCRACKER BRANDS LLC", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF AUGUST, A.D. 2019, AT 11:31 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE TWENTIETH DAY OF AUGUST, A.D. 2019 AT 12 O'CLOCK P.M.



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.

919834 8100
SR# 20202133371

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

Authentication: 202584074
Date: 03-13-20

TRADEMARK
REEL: 007051 FRAME: 0594

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:31 AM 08/20/2019
FILED 11:31 AM 08/20/2019
SR 20196603944 - File Number 919834

CERTIFICATE OF FORMATION
OF
NUTCRACKER BRANDS LLC

This certificate of formation (this "Certificate of Formation") of Nutcracker Brands LLC, dated as of August 20, 2019, is being duly executed and filed by the undersigned, as an authorized person, to form a limited liability company pursuant to Section 101 of the Delaware Limited Liability Company Act.

FIRST. The name of the limited liability company formed hereby is Nutcracker Brands LLC.

SECOND. The address of its registered office is 1209 Orange Street, City of Wilmington, County of New Castle, Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.

THIRD. The formation is effective at 12:00 p.m. Eastern Standard Time on August 20, 2019.

[Signature Page to Follow]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first above written.

A handwritten signature in black ink, appearing to read 'R. Scalia', written over a horizontal line.

Name: Robert Scalia

Title: President and Chief Executive Officer