

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM719895

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Amalgamation		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
SAXON CHOCOLATES LTD.		03/22/2022	Corporation: CANADA
RECEIVING PARTY DATA			
Name:	JOHNVINCE FOOD GROUP INC.		
Street Address:	4240-161 Bay Street		
City:	Toronto, Ontario		
State/Country:	CANADA		
Postal Code:	M5J 2S1		
Entity Type:	Corporation: CANADA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3662333	S	
Registration Number:	2677236	SAXON CHOCOLATES	
CORRESPONDENCE DATA			
Fax Number:	6175265000		
<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:	617-526-6658		
Email:	huelinh.tran@wilmerhale.com		
Correspondent Name:	John V. Hobgood, Esquire		
Address Line 1:	Wilmer Cutler Pickering Hale and DorrLLP		
Address Line 2:	60 State Street		
Address Line 4:	Boston, MASSACHUSETTS 02109		
DOMESTIC REPRESENTATIVE			
Name:	John V. Hobgood, Esquire		
Address Line 1:	Wilmer Cutler Pickering Hale and DorrLLP		
Address Line 2:	60 State Street		
Address Line 4:	Boston, MASSACHUSETTS 02109		
NAME OF SUBMITTER:	John V. Hobgood		
SIGNATURE:	/john v. hobgood/		

OP \$65.00 3662333

DATE SIGNED:	04/08/2022
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Total Attachments: 5

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Certificate of Amalgamation

Certificat de fusion

Business Corporations Act

Loi sur les sociétés par actions

JOHNVINCE FOOD GROUP INC.

Corporation Name / Dénomination sociale

1000152386

Ontario Corporation Number / Numéro de société de l'Ontario

This is to certify that these articles are effective on

La présente vise à attester que ces statuts entreront en
vigueur le

March 22, 2022 / 22 mars 2022

Barbara Duckitt

Director / Directeur

Business Corporations Act / Loi sur les sociétés par actions

The Certificate of Amalgamation is not complete
without the Articles of Amalgamation

Certified a true copy of the record of the
Ministry of Government and Consumer Services.

Barbara Duckitt

Director/Registrar



Le certificat de fusion n'est pas complet s'il ne
contient pas les statuts de fusion

Copie certifiée conforme du dossier du
ministère des Services gouvernementaux et des
Services aux consommateurs.

Barbara Duckitt

Directeur ou registrateur

TRADEMARK
REEL: 007685 FRAME: 0425



Articles of Amalgamation

Business Corporations Act

1. Amalgamated Corporation Name

JOHNVINCE FOOD GROUP INC.

2. Registered Office Address

161 Bay Street, Suite 4240, Toronto, Ontario, Canada, M5J 2S1

3. Number of Directors

Minimum/Maximum

Min 1 / Max 10

4. The director(s) is/are:

Full Name

Giuseppe PULLA

Resident Canadian

Yes

Address for Service

555 Steepprock Drive, Toronto, Ontario, Canada, M3J 2Z6

Full Name

Daniel SONSHINE

Resident Canadian

Yes

Address for Service

161 Bay Street, Suite 4240, Toronto, Ontario, Canada, M5J 2S1

5. Method of Amalgamation

B. Amalgamation of a holding corporation and one or more of its subsidiaries or amalgamation of subsidiaries.

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.

The endorsed Articles of Amalgamation are not complete without the Certificate of Amalgamation.
Certified a true copy of the record of the Ministry of Government and Consumer Services.

A handwritten signature in black ink, appearing to read "Barbara Duckitt".

Director/Registrar, Ministry of Government and Consumer Services

The Name, OCN, and Date of Adoption/Approval for each amalgamating corporation are as follows:

Corporation Name	OCN	Date of Adoption/Approval
JOHNVINCE FOOD GROUP INC.	1000106829	March 22, 2022
2446413 ONTARIO INC.	2446413	March 22, 2022
JEV HOLDINGS INC.	2272514	March 22, 2022
HAVALINA HOLDINGS INC.	2272520	March 22, 2022
CANADA CANDY COMPANY INC.	1952077	March 22, 2022
SAXON CHOCOLATES LTD.	2736121	March 22, 2022
ROYAL NUTS CO. LTD.	2398824	March 22, 2022
LES INVESTISSEMENTS LA COMTESSE INC.	1000134583	March 22, 2022
NORTH AMERICAN IMPEX INCORPORATED	441799	March 22, 2022
PROSPERITY FOODS (2017) LTD.	2549120	March 22, 2022
2552849 ONTARIO INC.	2552849	March 22, 2022
OXFORDCASTLE LTD.	2040651	March 22, 2022
573588 ONTARIO LIMITED	573588	March 22, 2022

6. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise. If none, enter "None":

None.

7. The classes and any maximum number of shares that the corporation is authorized to issue:

The Corporation is authorized to issue: (i) an unlimited number of common shares, issuable in series; (ii) an unlimited number of Series 1, common shares; and (iii) an unlimited number of Series 2, 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. If there is only one class of shares, enter "Not Applicable":

COMMON SHARES, ISSUABLE IN SERIES The common shares, as a class, shall be designated as common shares and shall have attached thereto the following rights, privileges, restrictions and conditions: 1.1 Directors' Right to Issue in One or More Series The common shares may be issued at any time or from time to time in one or more series. Before any shares of a series are issued, the board of directors of the Corporation shall fix the number of shares that will form such series and shall, subject to the limitations set out in the Articles, determine the designation, rights, privileges, restrictions and conditions to be attached to the common shares of such series, the whole subject to the filing with the Director (as defined in the Business Corporations Act (the "Act")) of Articles of Amendment containing a description of such series including the rights, privileges, restrictions and conditions determined by the board of directors of the Corporation. 1.2 Ranking of the Common Shares The common shares of each series shall rank on a parity with the common shares of every other series with respect to dividends and return of capital in the event of the liquidation, dissolution or winding up of the Corporation. If any cumulative dividends, whether or not declared, or declared non cumulative dividends or amounts payable on a return of capital in the event of the liquidation, dissolution or winding up of the Corporation are not paid in full in respect of any series of the common shares, the common shares of all series shall participate rateably in respect of such dividends in accordance with the sums that would be payable on such shares if all

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Director/Registrar, Ministry of Government and Consumer Services

such dividends were declared and paid in full, and in respect of such return of capital in accordance with the sums that would be payable on such return of capital if all sums so payable were paid in full; provided, however, that if there are insufficient assets to satisfy in full all such claims as aforesaid, the claims of the holders of the common shares with respect to return of capital shall be paid and satisfied first and any assets remaining thereafter shall be applied towards the payment and satisfaction of claims in respect of dividends. 1.3 Voting Rights The common shares of each series shall be entitled to vote at all meetings of shareholders of the Corporation and shall be entitled to one vote at all such meetings in respect of each series of common shares held. 1.4 Amendment With Approval of Holders of Common Shares The rights, privileges, restrictions and conditions attached to the common shares as a class may be added to, changed or removed but only with the approval of the holders of the common shares given as hereinafter specified. 1.5 Approval of Holders of the Common Shares The approval of the holders of the common shares to add to, change or remove any right, privilege, restriction or condition attaching to the common shares as a class or in respect of any other matter requiring the consent of the holders of the common shares may be given in such manner as may then be required by law, subject to a minimum requirement that such approval be given by resolution signed by all the holders of the common shares or passed by the affirmative vote of at least two thirds of the votes cast at a meeting of the holders of the common shares duly called for that purpose. SERIES 1, COMMON SHARES The first series of common shares of the Corporation shall consist of an unlimited number of common shares which shall be designated as Series 1, common shares and which, in addition to the rights, privileges, restrictions and conditions attached to the common shares as a class, shall have attached thereto the following rights, privileges, restrictions and conditions: 1.1 Dividends The holders of Series 1, common shares shall be entitled to receive dividends and the Corporation shall pay dividends thereon, as and when declared by the board of directors out of monies properly applicable to the payment of dividends, in such amount and in such form as the board of directors may from time to time determine. 1.2 Liquidation, Dissolution or Winding-Up After payment to the holders of any class of shares ranking senior to the Series 1, common shares, the holders of the Series 1, common shares shall be entitled, pari passu with the common shares of each series, to share equally, share for share, in the remaining property of the Corporation upon the liquidation, dissolution or winding-up of the Corporation, . 1.3 Voting The Series 1, common shares shall be entitled to vote at all meetings of shareholders of the Corporation and shall be entitled to one vote at all such meetings in respect of each Series 1, common share held. SERIES 2, COMMON SHARES The second series of common shares of the Corporation shall consist of an unlimited number of common shares which shall be designated as Series 2, common shares and which, in addition to the rights, privileges, restrictions and conditions attached to the common shares as a class, shall have attached thereto the following rights, privileges, restrictions and conditions: 2.1 Dividends The holders of Series 2, common shares shall be entitled to receive dividends and the Corporation shall pay dividends thereon, as and when declared by the board of directors out of monies properly applicable to the payment of dividends, in such amount and in such form as the board of directors may from time to time determine. 2.2 Liquidation, Dissolution or Winding-Up After payment to the holders of any class of shares ranking senior to the Series 2, common shares, the holders of the Series 2, common shares shall be entitled, pari passu with the common shares of each series, to share equally, share for share, in the remaining property of the Corporation upon the liquidation, dissolution or winding-up of the Corporation. 2.3 Voting The Series 2, common shares shall be entitled to vote at all meetings of shareholders of the Corporation and shall be entitled to one vote at all such meetings in respect of each Series 2, common share held.

9. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows. If none, enter "None":

The transfer of shares of the Corporation shall be restricted in that no shareholder shall be entitled to transfer any such share or shares without either: (a) the approval of the directors of the Corporation expressed by a resolution passed at a meeting of the board of directors or by an instrument or instruments in writing signed by a majority of the directors; or (b) the approval of the holders of at least a majority of the shares of the Corporation entitling the holders thereof to vote in all circumstances (other than holders of shares who are entitled to vote separately as a class) for the time being outstanding expressed by a resolution passed at a meeting of the holders of such shares or by an instrument or instruments in writing signed by the holders of a majority of such shares.

10. Other provisions:

The transfer of securities (other than non-convertible debt securities) of the Corporation shall be restricted in that no securityholder shall be entitled to transfer any such security or securities without either: (a) the approval of the directors of the Corporation expressed by a resolution passed at a meeting of the board of directors or by an instrument or instruments in writing signed by a majority of the directors; or (b) the approval of the holders of at least a majority of the shares of the Corporation entitling the holders thereof to vote in all circumstances (other than holders of shares who are entitled to vote separately as a class) for the time being outstanding expressed by a resolution passed at a meeting of the holders of such shares or by an instrument or instruments in writing signed by the holders of a majority of such shares.

The articles have been properly executed by the required person(s).

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Barbara Duckitt

Director/Registrar, Ministry of Government and Consumer Services

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RECORDED: 04/08/2022

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