

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM799009

| | | | |
|---|------------------------|-----------------------|-------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ENTITY CONVERSION | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| New Desserts, Inc. | | 11/30/2022 | Corporation: CALIFORNIA |
| RECEIVING PARTY DATA | | | |
| Name: | New Desserts, LLC | | |
| Street Address: | 5000 Fulton Drive | | |
| City: | Fairfield | | |
| State/Country: | CALIFORNIA | | |
| Postal Code: | 94534 | | |
| Entity Type: | Corporation: DELAWARE | | |
| PROPERTY NUMBERS Total: 3 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 5470930 | JUST DELIGHTS | |
| Registration Number: | 1134249 | JUST DESSERTS | |
| Registration Number: | 2878653 | | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | | | |
| <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> | | | |
| Email: | mrussell@kslaw.com | | |
| Correspondent Name: | King & Spalding | | |
| Address Line 1: | 1180 Peachtree Street | | |
| Address Line 4: | Atlanta, GEORGIA 30309 | | |
| ATTORNEY DOCKET NUMBER: | 31854.022001 | | |
| NAME OF SUBMITTER: | Mark Russell | | |
| SIGNATURE: | /Mark Russell/ | | |
| DATE SIGNED: | 03/30/2023 | | |
| Total Attachments: 8 | | | |
| source=New Desserts#page1.tif | | | |
| source=New Desserts#page2.tif | | | |
| source=New Desserts#page3.tif | | | |
| source=New Desserts#page4.tif | | | |

OP \$90.00 5470930

source=New Desserts#page5.tif

source=New Desserts#page6.tif

source=New Desserts#page7.tif

source=New Desserts#page8.tif



California Secretary of State

Business Programs Division

1500 11th Street, Sacramento, CA 95814

Request Type: Certified Copies
Entity Name: NEW DESSERTS, LLC
Formed In: CALIFORNIA
Entity No.: 2436180
Entity Type: Limited Liability Company - CA

Issuance Date: 11/30/2022
Copies Requested: 1
Receipt No.: 003017725
Certificate No.: 062835117

Document Listing

| Reference # | Date Filed | Filing Description | Number of Pages |
|-------------|------------|-----------------------------------|-----------------|
| B1282-7781 | 11/30/2022 | Conversion - CA LLC Continuing | 1 |

** **** * End of list ***** ** **

I, SHIRLEY N. WEBER, PH.D., California Secretary of State, do hereby certify on the Issuance Date, the attached document(s) referenced above are true and correct copies and were filed in this office on the date(s) indicated above.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California on November 30, 2022.

SHIRLEY N. WEBER, PH.D.
Secretary of State

To verify the issuance of this Certificate, use the Certificate No. above with the Secretary of State Certification Verification Search available at bizfileOnline.sos.ca.gov.



BA20221182944



STATE OF CALIFORNIA
Office of the Secretary of State
CONVERSION TO A CA LIMITED LIABILITY
COMPANY CONTINUING

California Secretary of State
 1500 11th Street
 Sacramento, California 95814
 (916) 653-3516

For Office Use Only

-FILED-

File No.: BA20221182944

Date Filed: 11/30/2022

B1282-7781 11/30/2022 7:48 AM Received by California Secretary of State

| Converted Limited Liability Company Name | | NEW DESSERTS, LLC | | | | | | | |
|--|--|---|--|---|--|--|--------------|-----|-----|
| Limited Liability Company Name | | NEW DESSERTS, LLC | | | | | | | |
| Entity Converting | | | | | | | | | |
| Entity Name | | NEW DESSERTS, INC. | | | | | | | |
| Entity No. | | 2436180 | | | | | | | |
| Entity Type | | Stock Corporation - CA - General | | | | | | | |
| Formed In | | CALIFORNIA | | | | | | | |
| Statement of Conversion | | | | | | | | | |
| The principal terms of the plan of conversion were approved by a vote of the number of interests or shares of each class that equaled or exceeded the vote required. | | | | | | | | | |
| <table border="1" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th style="width:35%;">Class of outstanding interests entitled to vote</th> <th style="width:35%;">Number of Outstanding Interests entitled to vote</th> <th style="width:30%;">Percentage vote required of each class</th> </tr> </thead> <tbody> <tr> <td>Common stock</td> <td>100</td> <td>51%</td> </tr> </tbody> </table> | | | | Class of outstanding interests entitled to vote | Number of Outstanding Interests entitled to vote | Percentage vote required of each class | Common stock | 100 | 51% |
| Class of outstanding interests entitled to vote | Number of Outstanding Interests entitled to vote | Percentage vote required of each class | | | | | | | |
| Common stock | 100 | 51% | | | | | | | |
| Initial Street Address of Principal Office of LLC | | | | | | | | | |
| Principal Address | | 5000 FULTON DRIVE FAIRFIELD, CA 94534 | | | | | | | |
| Initial Mailing Address of LLC | | | | | | | | | |
| Mailing Address | | 5000 FULTON DRIVE FAIRFIELD, CA 94534 | | | | | | | |
| Attention | | | | | | | | | |
| Agent for Service of Process | | | | | | | | | |
| California Registered Corporate Agent (1505) | | C T CORPORATION SYSTEM Registered Corporate 1505 Agent | | | | | | | |
| Purpose Statement | | | | | | | | | |
| The purpose of the limited liability company is to engage in any lawful act or activity for which a limited liability company may be organized under the California Revised Uniform Limited Liability Company Act. | | | | | | | | | |
| Management Structure | | | | | | | | | |
| The LLC will be managed by | | All LLC Member(s) | | | | | | | |
| Additional information and signatures set forth on attached pages, if any, are incorporated herein by reference and made part of this filing. | | | | | | | | | |
| Signatures | | | | | | | | | |
| <input checked="" type="checkbox"/> I certify under penalty of perjury under the laws of the State of California that the foregoing is true and correct of my own knowledge. I declare I am the person who executed this instrument, which execution is my act and deed. | | | | | | | | | |
| <i>Andrew Stoloff, President</i> | | <u>11/30/2022</u> | | | | | | | |
| _____ Officer of Converting CA Corporation and Organizer Signature | | _____ Date | | | | | | | |
| <i>Andrew Stoloff, Secretary and Treasurer</i> | | <u>11/30/2022</u> | | | | | | | |
| _____ Officer of Converting CA Corporation and Organizer Signature | | _____ Date | | | | | | | |

Certificate Verification No.: 062835117 Date: 11/30/2022



California Secretary of State

Business Programs Division

1500 11th Street, Sacramento, CA 95814

Request Type: Certified Copies
Entity Name: NEW DESSERTS, LLC
Formed In: CALIFORNIA
Entity No.: 2436180
Entity Type: Limited Liability Company - CA

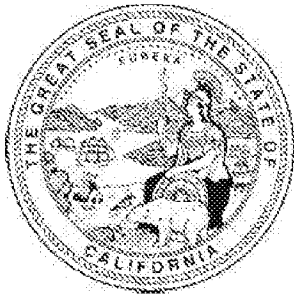
Issuance Date: 12/01/2022
Copies Requested: 1
Receipt No.: 003027944
Certificate No.: 063204422

Document Listing

| Reference # | Date Filed | Filing Description | Number of Pages |
|-------------|------------|-----------------------------------|-----------------|
| B1285-5597 | 12/01/2022 | Conversion to Nonqualified Entity | 1 |

** **** * End of list ***** ** **

I, SHIRLEY N. WEBER, PH.D., California Secretary of State, do hereby certify on the Issuance Date, the attached document(s) referenced above are true and correct copies and were filed in this office on the date(s) indicated above.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California on December 01, 2022.

SHIRLEY N. WEBER, PH.D.
Secretary of State

To verify the issuance of this Certificate, use the Certificate No. above with the Secretary of State Certification Verification Search available at bizfileOnline.sos.ca.gov.



BA20221190945



STATE OF CALIFORNIA
Office of the Secretary of State
CONVERSION TO NONQUALIFIED OUT-OF-STATE ENTITY

California Secretary of State
 1500 11th Street
 Sacramento, California 95814
 (916) 653-3516

For Office Use Only

-FILED-

File No.: BA20221190945

Date Filed: 12/1/2022

B1285-5597 12/01/2022 9:20 AM Received by California Secretary of State

| | | |
|--|---|--|
| Converted Entity Information (Nonqualified Out-of-State Entity) | | |
| Entity Name | NEW DESSERTS, LLC | |
| Converted Entity Type | Nonqualified Out-of-State Limited Liability Company | |
| Formed In | DELAWARE | |
| Addresses | | |
| Street Address of Chief Executive Office | 5000 FULTON DRIVE FAIRFIELD, CA 94534 | |
| Attention | | |
| Agent for Service of Process | | |
| California Registered Corporate Agent (1505) | C T CORPORATION SYSTEM Registered Corporate 1505 Agent | |
| California Entity Converting Out | | |
| Entity Name | NEW DESSERTS, LLC | |
| Entity No. | 2436180 | |
| Entity Type | Limited Liability Company - CA | |
| Formed In | CALIFORNIA | |
| Certificate of Conversion | | |
| The principal terms of the plan of conversion were approved by a vote of the number of interests or shares of each class that equaled or exceeded the vote required. If a vote was required, the following was required for each class: | | |
| Class of outstanding interests entitled to vote | Number of outstanding interests entitled to vote | Percentage vote required of each class |
| 100% MEMBERSHIP INTERESTS | | 51% |
| Signatures | | |
| <input checked="" type="checkbox"/> I certify under penalty of perjury under the laws of the State of California that the foregoing is true and correct of my own knowledge. I declare I am the person who executed this instrument, which execution is my act and deed. | | |
| <u>ANDREW STOLOFF, MEMBER</u> | <u>12/01/2022</u> | |
| Manager/Member Signature | Date | |
| <u>ANDREW STOLOFF, MEMBER</u> | <u>12/01/2022</u> | |
| Manager/Member Signature | Date | |

Certificate Verification No.: 063204422 Date: 12/01/2022

TRADEMARK


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 CONVERSION OF A CALIFORNIA LIMITED LIABILITY COMPANY UNDER THE NAME OF "NEW DESSERTS, LLC" TO A DELAWARE LIMITED LIABILITY COMPANY, FILED IN THIS OFFICE ON THE FIRST DAY OF DECEMBER, A.D. 2022, AT 8:03 O`CLOCK A.M.




Jeffrey W. Bullock, Secretary of State

7129682 8100F
SR# 20224143297

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

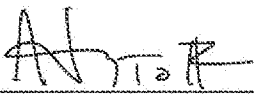
Authentication: 204974456
Date: 12-01-22

TRADEMARK
REEL: 008026 FRAME: 0050

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A NON-DELAWARE LIMITED LIABILITY COMPANY TO
A DELAWARE LIMITED LIABILITY COMPANY PURSUANT TO
SECTION 18-214 OF THE LIMITED LIABILITY ACT

- 1.) The jurisdiction where the Non-Delaware Limited Liability Company first formed is California.
- 2.) The jurisdiction immediately prior to filing this Certificate is California.
- 3.) The date the Non-Delaware Limited Liability Company first formed is November 30, 2022.
- 4.) The name of the Non-Delaware Limited Liability Company immediately prior to filing this Certificate is New Desserts, LLC.
- 5.) The name of the Limited Liability Company as set forth in the Certificate of Formation is New Desserts, LLC.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 1st day of December, A.D. 2022.

By: 
Authorized Person

Name: Andrew Stoloff
Print or Type

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 FORMATION OF "NEW DESSERTS, LLC" FILED IN THIS OFFICE ON THE FIRST DAY OF DECEMBER, A.D. 2022, AT 8:03 O`CLOCK A.M.




Jeffrey W. Bullock, Secretary of State

7129682 8100F
SR# 20224143297

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

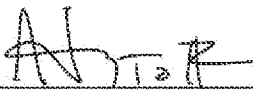
Authentication: 204974456
Date: 12-01-22

TRADEMARK
REEL: 008026 FRAME: 0052

STATE of DELAWARE
LIMITED LIABILITY COMPANY
CERTIFICATE of FORMATION

- **First:** The name of the limited liability company is
New Desserts, LLC
- **Second:** The address of its registered office in the State of Delaware is
1209 Orange Street in the City of Wilmington
Zip Code 19801.
The name of its Registered agent at such address is
The Corporation Trust Company
- **Third:** (Insert any other matters the members determine to include herein.)

In Witness Whereof, the undersigned have executed this Certificate of Formation this
1st day of December, 20 22.

By: 
Authorized Person(s)

Name: Andrew Stoloff
Typed or Printed