

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM810493

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	03/31/2023		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Saputo Dairy Foods USA, LLC		03/27/2023	Limited Liability Company:
RECEIVING PARTY DATA			
Name:	Saputo Cheese USA Inc.		
Street Address:	10700 Research Drive, Suite 400		
City:	Milwaukee		
State/Country:	WISCONSIN		
Postal Code:	53226		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	85978601	DAIRYSTAR	
Serial Number:	85978473		
CORRESPONDENCE DATA			
Fax Number:	3129939767		
<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:	3128767700		
Email:	thomas.buettner@lw.com		
Correspondent Name:	Thomas J. Buettner		
Address Line 1:	Latham & Watkins LLP		
Address Line 2:	330 North Wabash Avenue, Suite 2800		
Address Line 4:	Chicago, ILLINOIS 60611		
ATTORNEY DOCKET NUMBER:	055603-0004		
NAME OF SUBMITTER:	Thomas J. Buettner		
SIGNATURE:	/tjb/		
DATE SIGNED:	05/15/2023		
Total Attachments: 8			
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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 MERGER, WHICH MERGES:

"SAPUTO DAIRY FOODS USA, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "SAPUTO CHEESE USA INC." UNDER THE NAME OF "SAPUTO CHEESE USA INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF MARCH, A.D. 2023, AT 3:18 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF MARCH, A.D. 2023 AT 11:59 O'CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

2178089 8100M
SR# 20231164034

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

Authentication: 203015803
Date: 03-27-23

TRADEMARK
REEL: 008072 FRAME: 0822

CERTIFICATE OF MERGER

OF

SAPUTO DAIRY FOODS USA, LLC
(a Delaware limited liability company)

WITH AND INTO

SAPUTO CHEESE USA INC.
(a Delaware corporation)

*In accordance with the provisions of §264 of the
General Corporation Law and Section 18-209 of the
Limited Liability Company Act of the State of Delaware*

Saputo Cheese USA Inc., a corporation duly organized and existing under and by virtue of the laws of the State of Delaware (the "Corporation"), desiring to merge Saputo Dairy Foods USA, LLC, a Delaware limited liability company, with and into itself, pursuant to the provisions of §264 of the General Corporation Law of the State of Delaware and §18-209 of the Limited Liability Company Act of the State of Delaware, DOES HEREBY CERTIFY as follows:

FIRST: The name and state of organization of each constituent entity of the merger (the "Merger") are as follows:

<u>NAME</u>	<u>STATE OF ORGANIZATION</u>
Saputo Dairy Foods USA, LLC	Delaware
Saputo Cheese USA Inc.	Delaware

SECOND: An Agreement and Plan of Merger (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by each constituent entity, in accordance with the requirements of §264 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation of the Merger is Saputo Cheese USA Inc., a Delaware corporation (the "Surviving Corporation").

FOURTH: The Certificate of Incorporation of the Corporation as in effect immediately prior to the effective time of the Merger, shall be amended and restated in its entirety to read as set forth in Exhibit A hereto and, as so amended and restated, such certificate of incorporation shall be the Certificate of Incorporation of the Surviving Corporation until thereafter amended as provided there or by applicable law.

FIFTH: An executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Corporation, 1700 W. Research Drive, Suite 400, Milwaukee, WI 53226, and a copy of the Merger Agreement will be furnished by the Surviving Corporation, upon request and without cost, to any stockholder of any constituent corporation or member of any constituent limited liability company.

SIXTH: The Merger shall become effective as of March 31, 2023 at 11:59 PM EST.

* * * * *

IN WITNESS WHEREOF, the undersigned, for the purpose of effectuating the Merger of the constituent entities, pursuant to the General Corporation Law of the State of Delaware, under penalties of perjury does hereby declare and certify that this is the act and deed of the Corporation and the facts stated herein are true and accordingly has hereunto signed this Certificate of Merger this 27th day of March, 2023.

SAPUTO CHEESE USA INC.,
a Delaware corporation

By: /s/ Terry Brockman
Name: Terry Brockman
Title: President

EXHIBIT A

**AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
SAPUTO CHEESE USA INC.
(a Delaware corporation)**

ARTICLE I.

The name of the Corporation is Saputo Cheese USA Inc. (the "Corporation").

ARTICLE II.

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

ARTICLE III.

The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of the State of Delaware as it now exists or may hereafter be amended and supplemented.

ARTICLE IV.

The total number of shares stock that the Corporation shall have authority to issue is Two Million One Hundred Thousand (2,100,000) shares of capital stock, which shall consist of Two Million (2,000,000) shares of Common Stock, par value \$0.01 per share, and One Hundred Thousand (100,000) shares of Preferred Stock, par value of \$0.01 per share.

ARTICLE V.

From time to time any of the provisions of this certificate of incorporation may be amended, altered or repealed, and other provisions authorized by the laws of the State of Delaware at the time in force may be added or inserted in the manner and at the time prescribed by said laws, and all rights at any time conferred upon the stockholders of the Corporation by this certificate of incorporation are granted subject to the provisions of this Article V.

ARTICLE VI.

In furtherance and not in limitation of the rights, powers, privileges and discretionary authority granted or conferred by the General Corporation Law of the State of Delaware or other statutes or laws of the State of Delaware, the board of directors of the Corporation (the "Board of Directors") is expressly authorized to make, alter, amend or repeal the bylaws of the Corporation, without any action on the part of the stockholders, but the stockholders may make additional bylaws and may alter, amend or repeal any bylaw whether adopted by them or otherwise. The Corporation may in its bylaws confer powers upon its Board of Directors in addition to the

foregoing and in addition to the powers and authorities expressly conferred upon the Board of Directors by applicable law.

ARTICLE VII.

Election of directors need not be by written ballot unless the bylaws of the Corporation shall so provide.

ARTICLE VIII.

The Corporation eliminates the personal liability of each member of its Board of Directors to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director; provided, however, that, to the extent provided by applicable law, the foregoing shall not eliminate the liability of a director (i) for any breach of such director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of Title 8 of the General Corporation Law of the State of Delaware or (iv) for any transaction from which such director derived an improper personal benefit. No amendment to or repeal of this Article VII shall apply to or have any effect on the liability or alleged liability of any director for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal.

ARTICLE IX.

The Corporation shall, to the maximum extent permitted from time to time under the laws of the State of Delaware, indemnify and upon request shall advance expenses to any person who is or was a party or is threatened to be made a party to any threatened, pending or completed action, suit, proceeding or claim, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was or has agreed to be a director or officer of the Corporation or while a director or officer is or was serving at the request of the Corporation as a director, officer, partner, trustee, employee or agent of any corporation, partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, against any and all expenses (including attorneys' fees and expenses), judgments, fines, penalties and amounts paid in settlement or incurred in connection with the investigation, preparation to defend or defense of such action, suit, proceeding or claim; provided, however, that the foregoing shall not require the Corporation to indemnify or advance expenses to any person in connection with any action, suit, proceeding, claim or counterclaim initiated by or on behalf of such person. Such indemnification shall not be exclusive of other indemnification rights arising under any bylaw, agreement, vote of directors or stockholders or otherwise and shall inure to the benefit of the heirs and legal representatives of such person. No amendment or repeal of this Article IX shall apply to or adversely affect any right or protection of a director or officer of the Corporation with respect to any act or omission of such director or officer occurring prior to such amendment or repeal.

Delaware

The First State

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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 CORRECTION OF "SAPUTO CHEESE USA INC.", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF MARCH, A.D. 2023, AT 1:28 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

2178089 8100
SR# 20231243188

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

Authentication: 203057184
Date: 04-01-23

TRADEMARK
REEL: 008072 FRAME: 0828

STATE OF DELAWARE
CERTIFICATE OF CORRECTION

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:28 PM 03/31/2023
FILED 01:28 PM 03/31/2023
SR 20231243188 - File Number 2178089

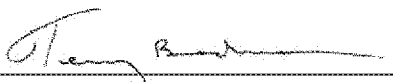
Saputo Cheese USA Inc., a corporation organized and existing under Delaware Corporation law.

DOES HEREBY CERTIFY:

1. The name of the corporation is Saputo Cheese USA Inc.
2. That a Certificate of Merger was filed by the Secretary of State of Delaware on March 27, 2023 and that said Certificate requires correction as permitted by Section 103 of the General Corporation Law of the State of Delaware.
3. The inaccuracy or defect of said Certificate is: due to a typo in the address where the merger agreement is on file.
4. The Certificate is corrected to read as follows:

FIFTH: An executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Corporation, 10700 W. Research Drive, Suite 400, Milwaukee, WI 53226, and a copy of the Merger Agreement will be furnished by the Surviving Corporation, upon request and without cost, to any stockholder of any constituent corporation or member of any constituent limited liability company.

IN WITNESS WHEREOF, said corporation has caused this Certificate of Correction this 30th day of March, 2023.

By: 
Name Terry Brockman
Title President