

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM841891

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	12/19/2014		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
SPECIALTY BRANDS OF AMERICA, INC.		12/18/2014	Corporation: MASSACHUSETTS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	BCKK HOLDINGS, INC.		
<b>Street Address:</b>	FOUR GATEHALL DRIVE		
<b>City:</b>	PARSIPPANY		
<b>State/Country:</b>	NEW JERSEY		
<b>Postal Code:</b>	07054		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	0831170	CARY'S	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3128278185		
<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>			
<b>Phone:</b>	312-807-4350		
<b>Email:</b>	citrademarks@klgates.com, valerie.swanson@klgates.com, sana.hakim@klgates.com		
<b>Correspondent Name:</b>	Sana Hakim c/o K&L Gates LLP		
<b>Address Line 1:</b>	P.O. Box 1135		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60690-1135		
<b>ATTORNEY DOCKET NUMBER:</b>	3709483-20		
<b>NAME OF SUBMITTER:</b>	Sana Hakim		
<b>SIGNATURE:</b>	/sh/		
<b>DATE SIGNED:</b>	09/26/2023		
<b>Total Attachments: 4</b>			
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# Delaware

PAGE 1

*The First State*

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:

"SPECIALTY BRANDS OF AMERICA, INC.", A MASSACHUSETTS CORPORATION,

WITH AND INTO "BCKK HOLDINGS, INC." UNDER THE NAME OF "BCKK HOLDINGS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE NINETEENTH DAY OF DECEMBER, A.D. 2014, AT 5:27 O'CLOCK P.M.

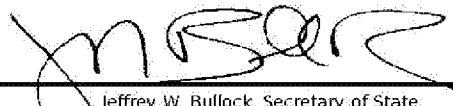
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE NINETEENTH DAY OF DECEMBER, A.D. 2014, AT 11:58 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

3745298 8100M

141567607



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1996912

DATE: 12-30-14

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

TRADEMARK  
REEL: 008209 FRAME: 0436

**CERTIFICATE OF MERGER**

**OF**

**SPECIALTY BRANDS OF AMERICA, INC.,  
a Massachusetts corporation**

**WITH AND INTO**

**BCKK HOLDINGS, INC.,  
a Delaware corporation**

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The undersigned corporation, organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY AS FOLLOWS:

FIRST: The name and state of incorporation of each of the constituent corporations to the merger (the "Constituent Corporations") are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Specialty Brands of America, Inc.	Massachusetts
BCKK Holdings, Inc.	Delaware

SECOND: That an Agreement and Plan of Merger, dated as of December 18, 2014 (the "Merger Agreement"), by and between Specialty Brands of America, Inc., a Massachusetts corporation ("Specialty Brands") and BCKK Holdings, Inc., a Delaware corporation, providing for the merger of Specialty Brands with and into BCKK Holdings, Inc., has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the requirements of Sections 251 and 252 of the General Corporation Law of the State of Delaware and Sections 11.04 and 11.06 of the Massachusetts Business Corporation Act, as applicable.

THIRD: That the name of the surviving corporation is BCKK Holdings, Inc. (the "Surviving Corporation").

FOURTH: That the Certificate of Incorporation of BCKK Holdings, Inc. shall be the Certificate of Incorporation of the Surviving Corporation.

FIFTH: That the Constituent Parties intend that, for U.S. income tax purposes, the transaction contemplated by the Merger Agreement constitutes a liquidation under Sections 332 and 337 of the Internal Revenue Code, and the Constituent Parties have adopted the Merger Agreement as a plan of liquidation.

SIXTH: That an executed copy of the Merger Agreement is on file at an office of the Surviving Corporation at the following address: Four Gatchall Drive, Suite 110, Parsippany, NJ 07054.

SEVENTH: That a copy of the Merger Agreement will be furnished by the Surviving Corporation, on request, and without cost, to any stockholder or shareholder of the Constituent Corporations.

EIGHTH: The authorized capital stock of each Constituent Corporation that is a foreign corporation is as follows:

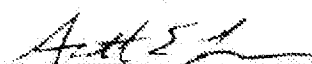
<u>Name</u>	<u>Authorized Capital Stock</u>
Specialty Brands of America, Inc.	100,000 shares of Class A Common Stock, par value \$.001
	15,000 shares of Class B Common Stock, par value \$.001
	2,500 shares of Class A Preferred Stock, par value \$.01
	60,000 shares of Class B Preferred Stock, par value \$.01

NINTH: That this Certificate of Merger shall be effective as of December 19 2014 at 11:58 p.m. Eastern Time.

*[Signature Page Follows]*

IN WITNESS WHEREOF, BCKK Holdings, Inc. has caused this Certificate of Merger to be executed this 18<sup>th</sup> day of December, 2014.

BCKK HOLDINGS, INC.

By:   
Name: Scott E. Lerner  
Title: Executive Vice President