

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/29/2013

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Earthgrains Bakery Group, Inc.		12/29/2013	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Bimbo Bakeries USA, Inc.
Street Address:	255 Business Center Drive
City:	Horsham
State/Country:	PENNSYLVANIA
Postal Code:	19044
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 22

Property Type	Number	Word Mark
Registration Number:	4080456	CANTINA CLASICA
Registration Number:	1028835	EARTH GRAINS
Registration Number:	1057848	EARTH GRAINS
Registration Number:	3576880	EARTHGRAINS
Registration Number:	4300036	EARTHGRAINS
Registration Number:	3887366	HEARTY & DELICIOUS
Registration Number:	3446991	HEARTY & DELICIOUS
Registration Number:	1718294	IRONKIDS
Registration Number:	3781817	LUMBERCAMP
Registration Number:	3684052	LUMBERJACK
Registration Number:	3054844	RAINBO
Registration Number:	1022785	RAINBO
Registration Number:	1391006	RAINBO

CH \$565.00 4080456

Registration Number:	2479675	REDDING FRENCH BAKERY BREAD DELI PASTRY
Registration Number:	2205094	SAN LUIS SOURDOUGH
Registration Number:	2149911	SAN LUIS STYLE SOURDOUGH
Registration Number:	3960948	SEMILLA DE ORO
Registration Number:	3779188	SLICE OF NUTRITION
Registration Number:	3702249	SOFT & SMOOTH
Registration Number:	3395865	SOFT & SMOOTH
Registration Number:	4369747	THERE'S A TREASURE OF GOODNESS IN EVERY
Registration Number:	4077843	YOU KNOW WHAT THEY LIKE

CORRESPONDENCE DATA

Fax Number: 3123214299
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 312-321-4200
Email: officeactions@brinksgilson.com
Correspondent Name: Scott J. Slavick
Address Line 1: P. O. Box 10395
Address Line 4: Chicago, ILLINOIS 60610

NAME OF SUBMITTER:	Scott J. Slavick
Signature:	/Scott J. Slavick/
Date:	01/14/2014

Total Attachments: 3
source=DE_Certificate of Merger of EBG into BBUSA_12 29 13#page1.tif
source=DE_Certificate of Merger of EBG into BBUSA_12 29 13#page2.tif
source=DE_Certificate of Merger of EBG into BBUSA_12 29 13#page3.tif

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:

"EARTHGRAINS BAKERY GROUP, INC.", A DELAWARE CORPORATION, WITH AND INTO "BIMBO BAKERIES USA, INC." UNDER THE NAME OF "BIMBO BAKERIES USA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTEENTH DAY OF DECEMBER, A.D. 2013, AT 6:41 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2013, AT 11:59 O'CLOCK P.M.


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

2343611 8100M

131432261



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0999456

DATE: 12-19-13

TRADEMARK
REEL: 005192 FRAME: 0488

**CERTIFICATE OF MERGER
MERCING
EARTHGRAINS BAKERY GROUP, INC.
WITH AND INTO
BIMBO BAKERIES USA, INC.**

Pursuant to Section 251 of the General
Corporation Law of Delaware

Earthgrains Bakery Group, Inc., a Delaware corporation ("Terminating Corporation"), and Bimbo Bakeries USA, Inc., a Delaware corporation ("Surviving Corporation") do hereby certify to the following facts relating to the merger ("Merger") of the Terminating Corporation with and into the Surviving Corporation.

1. The names and states of incorporation of the constituent corporations of the Merger are Earthgrains Bakery Group, Inc. and Bimbo Bakeries USA, Inc., which are incorporated pursuant to the General Corporation Law of the State of Delaware ("DGCL").
2. That an Agreement and Plan of Merger ("Agreement") between the parties to the Merger has been approved, adopted, certified, executed and acknowledged by the Surviving Corporation and the Terminating Corporation in accordance with the requirements of Section 251 of the DGCL.
3. The name of the Surviving Corporation shall be Bimbo Bakeries USA, Inc.
4. That the Certificate of Incorporation of the Surviving Corporation shall continue in full force and effect as its Certificate of Incorporation.
5. The effective time of the merger is 11:59 p.m. on December 29, 2013.
6. That the executed Agreement is on file at the principal place of business of the Surviving Corporation, the address of which is 255 Business Center Drive, Horsham, Pennsylvania 19044.
7. A copy of the Agreement will be furnished by the Surviving Corporation on request and without cost, to any stockholder of the Terminating or Surviving Corporation.

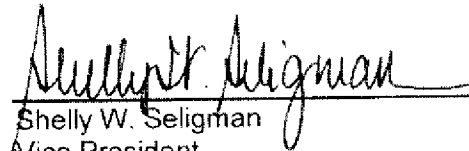
IN WITNESS WHEREOF, the undersigned have executed this Certificate pursuant to the approval and authority duly given by resolutions adopted by the board of directors and sole stockholders of each of Earthgrains Bakery Group, Inc. and Bimbo Bakeries USA, Inc.

EARTHGRAINS BAKERY GROUP, INC.



Claudia V. Coscia
Secretary

BIMBO BAKERIES USA, INC.



Shelly W. Seligman
Vice President