

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM336675

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME
SEQUENCE:	1

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Janes Family Foods Ltd.		03/05/2015	CORPORATION: CANADA

RECEIVING PARTY DATA

Name:	9209654 Canada Inc.
Street Address:	100 Commerce Valley Drive West, 9th Floor
City:	Markham, Ontario
State/Country:	CANADA
Postal Code:	L3T 0A1
Entity Type:	CORPORATION: CANADA

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	4386183	FLATJACKS
Registration Number:	4079470	THANK GOODNESS
Registration Number:	4210935	THANK GOODNESS
Registration Number:	4416221	
Registration Number:	4420793	MAKEEVERYDAYEASY

CORRESPONDENCE DATA

Fax Number: 2165790212

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.

Phone: 216-586-3939

Email: pcyngier@jonesday.com

Correspondent Name: Robert P. Ducatman

Address Line 1: 901 LAKESIDE AVENUE

Address Line 2: JONES DAY

Address Line 4: Cleveland, OHIO 44114

ATTORNEY DOCKET NUMBER: 567905-600001

DOMESTIC REPRESENTATIVE

Name: Roberty P. Ducatman

CH \$140.00 4386183

Address Line 1:	901 Lakeside Avenue
Address Line 2:	JONES DAY
Address Line 4:	Cleveland, OHIO 44114
NAME OF SUBMITTER:	Robert P. Ducatman
SIGNATURE:	/Robert P. Ducatman/
DATE SIGNED:	03/31/2015
Total Attachments: 7 source=9209654 Canada Inc#page1.tif source=9209654 Canada Inc#page2.tif source=9209654 Canada Inc#page3.tif source=9209654 Canada Inc#page4.tif source=9209654 Canada Inc#page5.tif source=9209654 Canada Inc#page6.tif source=9209654 Canada Inc#page7.tif	



Certificate of Continuance

Canada Business Corporations Act

Certificat de prorogation

Loi canadienne sur les sociétés par actions

9209654 CANADA INC.

Corporate name / Dénomination sociale

920965-4

Corporation number / Numéro de société

I HEREBY CERTIFY that the above-named corporation, the articles of continuance of which are attached, is continued under section 187 of the *Canada Business Corporations Act* (CBCA).

JE CERTIFIE que la société susmentionnée, dont les clauses de prorogation sont jointes, est prorogée en vertu de l'article 187 de la *Loi canadienne sur les sociétés par actions* (LCSA).

Virginie Ethier

Director / Directeur

2015-03-05

Date of Continuance (YYYY-MM-DD)

Date de prorogation (AAAA-MM-JJ)



- 1 Corporate name
Dénomination sociale
9209654 CANADA INC.
- 2 The province or territory in Canada where the registered office is situated
La province ou le territoire au Canada où est situé le siège social
ON
- 3 The classes and the maximum number of shares that the corporation is authorized to issue
Catégories et le nombre maximal d'actions que la société est autorisée à émettre
See attached schedule / Voir l'annexe ci-jointe
- 4 Restrictions on share transfers
Restrictions sur le transfert des actions
See attached schedule / Voir l'annexe ci-jointe
- 5 Minimum and maximum number of directors
Nombre minimal et maximal d'administrateurs
Min. 1 Max. 10
- 6 Restrictions on the business the corporation may carry on
Limites imposées à l'activité commerciale de la société
None
- 7 (1) If change of name effected, previous name
S'il y a changement de dénomination sociale, indiquer la dénomination sociale antérieure
Janes Family Foods Ltd.
(2) Details of incorporation
Détails de la constitution
Date: 2012-04-13, Jurisdiction: Ontario
- 8 Other Provisions
Autres dispositions
See attached schedule / Voir l'annexe ci-jointe
- 9 Declaration: I certify that I am a director or an officer of the company continuing into the CBCA.
Déclaration : J'atteste que je suis un administrateur ou un dirigeant de la société se prorogeant sous le régime de la LCSA.

Original signed by / Original signé par

Michael Latifi

Michael Latifi

Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5000 or to imprisonment for a term not exceeding six months or both (subsection 250(1) of the CBCA).

Faire une fausse déclaration constitue une infraction et son auteur, sur déclaration de culpabilité par procédure sommaire, est passible d'une amende maximale de 5 000 \$ et d'un emprisonnement maximal de six mois, ou l'une de ces peines (paragraphe 250(1) de la LCSA).

You are providing information required by the CBCA. Note that both the CBCA and the *Privacy Act* allow this information to be disclosed to the public. It will be stored in personal information bank number IC/PPU-049.

Vous fournissez des renseignements exigés par la LCSA. Il est à noter que la LCSA et la *Loi sur les renseignements personnels* permettent que de tels renseignements soient divulgués au public. Ils seront stockés dans la banque de renseignements personnels numéro IC/PPU-049.

Canada Business Corporations Act (CBCA)
Form 11
Articles of Continuance
(Section 187)

SCHEDULE 1

3. Classes and any maximum number of shares that the corporation is authorized to issue

- 3.1 The corporation is authorized to issue an unlimited number of shares without nominal or par value of a class designated as common shares (hereinafter called the "common shares").
- 3.2 The holders of the common shares are entitled to:
- (a) vote at any meeting of shareholders of the Corporation other than meetings of the holders of another class of shares;
 - (b) to receive the remaining property of the Corporation upon dissolution; and
 - (c) to receive any dividend declared by the directors of the Corporation on the common shares.

21862035.1

Canada Business Corporations Act (CBCA)
Form 11
Articles of Continuance
(Section 187)

SCHEDULE 2

4. Restrictions, if any, on share transfers

Securities of the Corporation, other than non-convertible debt securities, may not be transferred unless:

- (a) (i) the consent of the directors of the Corporation is obtained; or
- (ii) the consent of shareholders holding more than 50% of the shares entitled to vote at such time is obtained; or
- (b) in the case of securities, other than shares, which are subject to restrictions on transfer contained in a security holders' agreement, such restrictions on transfer complied with.

The consent of the directors or the shareholders for the purposes of this section is evidenced by a resolution of the directors or shareholders, as the case may be, in writing signed by all of the directors, or shareholders holding more than 50% of the shares entitled to vote at such time, as the case may be.

21792643.1

Canada Business Corporations Act (CBCA)
Form 11
Articles of Continuance
(Section 187)

SCHEDULE 3

8. Other provisions, if any

8.1. The following provisions apply to the Corporation:

- (a) The Corporation shall have a lien on any share registered in the name of a shareholder or his legal representative for a debt of that shareholder to the Corporation.
- (b) The holders of shares of a class or of a series of the Corporation are not entitled to vote separately as a class or series upon a proposal to amend the articles to
 - (i) increase or decrease any maximum number of authorized shares of such class, or increase any maximum number of authorized shares of a class having rights or privileges equal or superior to the shares of such class;
 - (ii) effect an exchange, reclassification or cancellation of all or part of the shares of such class; or
 - (iii) create a new class of shares equal or superior to the shares of such class.

8.2. The directors of the Corporation may, without authorization of the shareholders of the Corporation:

- (a) borrow money upon the credit of the Corporation;
- (b) issue, reissue, sell or pledge debt obligations of the Corporation;
- (c) give a guarantee on behalf of the Corporation to secure performance of an obligation of any person; and
- (d) mortgage, hypothecate, pledge or otherwise create a security interest in all or any property of the Corporation, owned or subsequently acquired, to secure any debt, obligation or liability of the Corporation.

To the maximum extent permitted by law, the directors may by resolution delegate, either generally or in any particular case, any or all of the powers referred to in this clause to a director, a committee of directors or an officer of the Corporation, and any reference in this clause to the directors includes, for greater certainty, any further authorized delegate.

8.3. The board of directors are hereby empowered from time to time to appoint one or more directors, who shall hold office for a term expiring not later than the close of the next

annual meeting of shareholders, but the total number of directors so appointed may not exceed one third of the number of directors elected at the previous annual meeting of shareholders.

21861827.1



Initial Registered Office Address and First Board of Directors

Siège social initial et premier conseil d'administration

Canada Business Corporations Act (CBCA) (s. 19 and 106)

Loi canadienne sur les sociétés par actions (LCSA) (art. 19 et 106)

1 Corporate name / Dénomination sociale: 9209654 CANADA INC.

2 Address of registered office / Adresse du siège social: 100 Commerce Valley Drive West, 9th Floor, Markham ON L3T 0A1

3 Additional address / Autre adresse

4 Members of the board of directors / Membres du conseil d'administration: Michael Latifi, 100 Commerce Valley Drive West, 9th Floor, Markham ON L3T 0A1, Canada. Resident Canadian / Résident Canadien: Yes / Oui

5 Declaration: I certify that I have relevant knowledge and that I am authorized to sign this form. / Déclaration: J'atteste que je possède une connaissance suffisante et que je suis autorisé(e) à signer le présent formulaire.

Original signed by / Original signé par: Michael Latifi

Michael Latifi, 905-747-3333

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