

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM357810

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
FoodEssentials Corporation		09/30/2015	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Label Insight, Inc.		
Street Address:	641 West Lake Street		
Internal Address:	Suite 402		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60661		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	86568348	LABELINSIGHT	
Serial Number:	86567068	FOODESSENTIALS	
CORRESPONDENCE DATA			
Fax Number:	3122757503		
<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:	312 634-9506		
Email:	tm@partridgeiplaw.com		
Correspondent Name:	Partridge & Garcia PC (John L. Ambrogi)		
Address Line 1:	321 N. Clark Street		
Address Line 2:	Suite 720		
Address Line 4:	Chicago, ILLINOIS 60654-5011		
ATTORNEY DOCKET NUMBER:	2127-G1000		
NAME OF SUBMITTER:	John L. Ambrogi-Illinois Bar(2127-G1000)		
SIGNATURE:	/John L. Ambrogi/		
DATE SIGNED:	10/07/2015		
Total Attachments: 4			
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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 RESTATED CERTIFICATE OF "FOODESSENTIALS CORPORATION", CHANGING ITS NAME FROM "FOODESSENTIALS CORPORATION" TO "LABEL INSIGHT, INC.", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF SEPTEMBER, A.D. 2015, AT 6:34 O`CLOCK P.M.

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



4500990 8100
SR# 20150333299

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

A handwritten signature in black ink, appearing to read "JBULLOCK", written over a horizontal line.

Jeffrey W. Bullock, Secretary of State

Authentication: 10161579
Date: 09-30-15

TRADEMARK
REEL: 005640 FRAME: 0437

SECOND AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
FOODESSENTIALS CORPORATION

(Pursuant to Sections 242 and 245 of the
General Corporation Law of the State of Delaware)

FoodEssentials Corporation, a corporation organized and existing under and by virtue of the provisions of the General Corporation Law of the State of Delaware (the "**General Corporation Law**"),

DOES HEREBY CERTIFY:

1. That the name of this corporation is FoodEssentials Corporation, and that this corporation was originally incorporated pursuant to the General Corporation Law on February 6, 2008 under the name Eatingsafe Corporation.

2. That the Board of Directors duly adopted resolutions proposing to amend and restate the Amended and Restated Certificate of Incorporation of this corporation, declaring said amendment and restatement to be advisable and in the best interests of this corporation and its stockholders, and authorizing the appropriate officers of this corporation to solicit the consent of the stockholders therefor, which resolution setting forth the proposed amendment and restatement is as follows:

RESOLVED, that the Amended and Restated Certificate of Incorporation of this corporation be amended and restated in its entirety to read as follows:

FIRST: The name of this corporation is Label Insight, Inc. (the "**Corporation**").

SECOND: The address of the registered office of the Corporation in the State of Delaware is 3500 South Dupont Highway, in the City of Dover, County of Kent, Delaware 19901. The name of its registered agent at such address is USA Corporate Services Inc.

THIRD: The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law.

FOURTH: The total number of shares of all classes of stock which the Corporation shall have authority to issue is (i) 6,700,000 shares of Common Stock, \$0.001 par value per share ("**Common Stock**") and (ii) 3,656,564 shares of Preferred Stock, \$0.001 par value per share ("**Preferred Stock**").

The following is a statement of the designations and the powers, privileges and rights, and the qualifications, limitations or restrictions thereof in respect of each class of capital stock of the Corporation.

State of Delaware
Secretary of State
Division of Corporations
Delivered 06:34 PM 09/30/2015
FILED 06:34 PM 09/30/2015
SR 20150333299 - FileNumber 4500990

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TRADEMARK
REEL: 005640 FRAME: 0438

A. COMMON STOCK

1. General. The voting, dividend and liquidation rights of the holders of the Common Stock are subject to and qualified by the rights, powers and preferences of the holders of the Preferred Stock set forth herein.

2. Voting. The holders of the Common Stock are entitled to one vote for each share of Common Stock held at all meetings of stockholders (and written actions in lieu of meetings) *provided, however*, that, except as otherwise required by law, holders of Common Stock, as such, shall not be entitled to vote on any amendment to the Second Amended and Restated Certificate of Incorporation that relates primarily to or affects in any substantive way the terms of one or more outstanding series of Preferred Stock if the holders of such affected series are entitled, either separately or together with the holders of one or more other such series, to vote thereon pursuant to the Second Amended and Restated Certificate of Incorporation or pursuant to the General Corporation Law. The number of authorized shares of Common Stock may be increased or decreased (but not below the number of shares thereof then outstanding) by (in addition to any vote of the holders of one or more series of Preferred Stock that may be required by the terms of the Second Amended and Restated Certificate of Incorporation) the affirmative vote of the holders of shares of capital stock of the Corporation representing a majority of the votes represented by all outstanding shares of capital stock of the Corporation entitled to vote, irrespective of the provisions of Section 242(b)(2) of the General Corporation Law.

B. PREFERRED STOCK

68,970 shares of the authorized Preferred Stock of the Corporation are hereby designated "**Series A Preferred Stock**," 241,654 shares of the authorized Preferred Stock of the Corporation are hereby designated "**Series A-1 Preferred Stock**", 1,363,500 shares of the authorized Preferred Stock of the Corporation are hereby designated "**Series A-2 Preferred Stock**" and 1,982,440 shares of the authorized Preferred Stock of the Corporation are hereby designated "**Series B Preferred Stock**." The Preferred Stock shall have the following rights, preferences, powers, privileges and restrictions, qualifications and limitations. Unless otherwise indicated, references to "sections" or "subsections" in this Part B of this Article Fourth refer to sections and subsections of Part B of this Article Fourth.

1. Dividends.

1.1 General. The holders of Preferred Stock shall be entitled to receive, on a *pari passu* basis, dividends at the rate of 8% of the applicable Original Issue Price (as defined below) per annum on each outstanding share of Preferred Stock (subject to appropriate adjustment in the event of any stock dividend, stock split, combination or other similar recapitalization or reclassification with respect to the applicable series of Preferred Stock) (the "**Preferential Dividend**"). Any such dividends on shares of Preferred Stock shall not be cumulative. Except as set forth in the following sentence of this Section 1, such Preferential Dividend shall be payable only when, as, and if declared by the Board of Directors and the Corporation shall be under no obligation to pay such Preferential Dividend. The Corporation shall not declare, pay or set aside any dividends on shares of any other class or series of capital stock of the Corporation (other than dividends on shares of Common Stock payable in shares of Common Stock) unless (in addition to the obtaining of any consents required elsewhere in the

IN WITNESS WHEREOF, this Second Amended and Restated Certificate of Incorporation has been executed by a duly authorized officer of this corporation on this 30 day of September, 2015.

By: 
Dhacraj Patri, President

(Signature Page to Second Amended and Restated Certificate of Incorporation of FoodEssentials Corporation)