

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM612751

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Real American Foods, LLC		10/31/2019	Limited Liability Company: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Real American Foods, Inc.		
Street Address:	1223 Wilshire Boulevard, #331		
City:	Santa Monica		
State/Country:	CALIFORNIA		
Postal Code:	90403		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	88642622	NEW SCHOOL	
CORRESPONDENCE DATA			
Fax Number:	5037785499		
<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:	206-757-8768		
Email:	pdxtrademarks@dwt.com		
Correspondent Name:	Brenda Nixdorf, Davis Wright Tremaine		
Address Line 1:	1300 SW Fifth Avenue, Suite 2400		
Address Line 4:	Portland, OREGON 97201		
ATTORNEY DOCKET NUMBER:	111907-6		
NAME OF SUBMITTER:	Brenda Nixdorf		
SIGNATURE:	/Brenda Nixdorf/		
DATE SIGNED:	12/07/2020		
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 CONVERSION OF A CALIFORNIA LIMITED LIABILITY COMPANY UNDER THE NAME OF "REAL AMERICAN FOODS, LLC" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "REAL AMERICAN FOODS, LLC" TO "REAL AMERICAN FOODS, INC.", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF OCTOBER, A.D. 2019, AT 4:32 O`CLOCK P.M.

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




Jeffrey W. Bullock, Secretary of State

7681780 8100F
SR# 20197849520

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

Authentication: 203917879
Date: 11-01-19

TRADEMARK
REEL: 007125 FRAME: 0003

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
OF
REAL AMERICAN FOODS, LLC
(a California limited liability company)
TO
REAL AMERICAN FOODS, INC.
(a Delaware corporation)


This Certificate of Conversion, converting Real American Foods, LLC, a California limited liability company (the "**Limited Liability Company**"), into Real American Foods, Inc., a Delaware corporation (the "**Corporation**"), is hereby adopted by Real American Foods, LLC, for filing pursuant to Section 265 of the Delaware General Corporation Law.

1. The date the Limited Liability Company first formed is July 13, 2018.
2. The jurisdiction where the Limited Liability Company first formed is California.
3. The jurisdiction immediately prior to filing this Certificate of Conversion is California.
4. The name of the Limited Liability Company immediately prior to filing this Certificate of Conversion is Real American Foods, LLC.
5. The name of the Corporation, as set forth in the Certificate of Incorporation, is Real American Foods, Inc.
6. This Certificate of Conversion shall be effective as of the filing date.

(Signature Page Follows)

IN WITNESS WHEREOF, the undersigned, being duly authorized to sign on behalf of the converting Limited Liability Company, has executed this Certificate of Conversion on the 31st day of October, 2019.

REAL AMERICAN FOODS, LLC

By: 
Name: Alan Leavitt
Title: Manager

SIGNATURE PAGE TO CERTIFICATE OF CONVERSION
(DELAWARE)

TRADEMARK
REEL: 007125 FRAME: 0005

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "REAL AMERICAN FOODS, INC." FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF OCTOBER, A.D. 2019, AT 4:32 O`CLOCK P.M.

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

Handwritten signature of Jeffrey W. Bullock, Secretary of State, written in black ink over a horizontal line.

Jeffrey W. Bullock, Secretary of State

7681780 8100F
SR# 20197849520

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

Authentication: 203917879
Date: 11-01-19

TRADEMARK
REEL: 007125 FRAME: 0006

CERTIFICATE OF INCORPORATION

OF

**REAL AMERICAN FOODS, INC.
(a Delaware Corporation)**

ARTICLE I

The name of the corporation is "Real American Foods, Inc."

ARTICLE II

The name of its initial registered agent is National Registered Agents, Inc., and the address of the registered office of this corporation in the State of Delaware is 160 Greentree Drive, Suite 101, City of Dover, County of Kent, 19904.

ARTICLE III

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware, as the same exists or as may hereafter be amended from time to time.

ARTICLE IV

The corporation is authorized to issue only one class of shares, which shall be designated "**Common Stock**." The total number of shares of Common Stock that the corporation is authorized to issue is ten million (10,000,000) shares, par value \$0.0001 per share.

ARTICLE V

The Incorporator of the corporation shall be Alan Leavitt. The address of the Incorporator is:

1223 Wilshire Blvd, #331
Santa Monica, CA 90403

ARTICLE VI

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to make, alter, amend or repeal the Bylaws of the corporation.

ARTICLE VII

The number of directors which constitute the whole Board of Directors of the corporation shall be specified in the Bylaws of the corporation.

ARTICLE VIII

Election of directors of the corporation need not be by ballot unless the Bylaws of the corporation so provide.

ARTICLE IX

Meetings of the stockholders of the corporation may be held within or without the State of Delaware, as the Bylaws may provide. The books of the corporation may be kept (subject to any provision contained in the statutes) outside the State of Delaware at such a place or places as may be designated from time to time by the Board of Directors or in the Bylaws of the Corporation.

The corporation shall not, either directly or indirectly by amendment, merger, consolidation or otherwise, do any of the following without (in addition to any other vote required by law or this Certificate of Incorporation) the written consent or affirmative vote of the holders of at least eighty percent (80%) of the outstanding shares of Common Stock, given in writing or by vote at a meeting, consenting or voting (as the case may be), and any such act or transaction entered into without such consent or vote shall be null and void *ab initio*, and of no force or effect:

- (a) consummate any transaction or series of related transactions (as a result of a tender offer, merger, consolidation or otherwise) that results in, or that is in connection with, (a) any third party acquiring beneficial ownership, directly or indirectly, of a majority of the then issued and outstanding capital stock or (b) the sale, lease, exchange, conveyance, transfer or other disposition (for cash, shares of stock, securities or other consideration) of all or substantially all of the property and assets of the corporation to any third party;
- (b) liquidate, dissolve or wind-up the business and affairs of the corporation, or effect any merger or consolidation;
- (c) amend, alter or repeal any provision of this Certificate of Incorporation; or
- (d) create, or authorize the creation of, or issue or obligate itself to issue shares of, any additional class or series of capital stock.

ARTICLE X

To the fullest extent permitted by the Delaware General Corporation Law, as the same exists or as may hereafter be amended (the “**DGCL**”), a director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. If the DGCL is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the DGCL, as so amended.

The corporation shall indemnify to the fullest extent permitted by law any person made or threatened to be made a party to an action or proceeding, whether criminal, civil, administrative, or investigative (a “Proceeding”), by reason of the fact that he or she, or his or her testator or intestate, is or was a director or officer of the corporation or any predecessor of the corporation, or

serves or served at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with any such Proceeding. The corporation shall be required to indemnify a person in connection with a Proceeding initiated by such person only if the Proceeding was authorized by the Board of Directors.

The corporation shall have the power to indemnify, to the extent permitted by DGCL as it presently exists or may hereafter be amended from time to time, any employee or agent of the corporation who was or is threatened to be made a party to any Proceeding by reason of the fact that he or she was a director, officer, employee or agent of the corporation or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with any such Proceeding.

Neither any amendment nor repeal of this Article X, nor the adoption of any provision of this Certificate of Incorporation inconsistent with this Article X, shall eliminate or reduce the effect of this Article X in respect of any matter occurring, or any cause of action, suit or claim that, but for this Article X, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

ARTICLE XI

The corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

I, **THE UNDERSIGNED**, being the sole Incorporator of the corporation, have signed this Certificate of Incorporation as of the date set forth below.

Dated: October 31, 2019


Alan Leavitt, Incorporator

Certificate of Incorporation