

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM796628

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	04/01/2019

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Orca Bay Foods, LLC		04/01/2019	Limited Liability Company: WASHINGTON

NEWLY MERGED ENTITY DATA

Name	Execution Date	Entity Type
Odyssey Foods, LLC	04/01/2019	Limited Liability Company: WASHINGTON

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

Name:	Orca Bay Foods, LLC
Street Address:	2729 6th Avenue S
City:	Seattle
State/Country:	WASHINGTON
Postal Code:	98134
Entity Type:	Limited Liability Company: WASHINGTON

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	2918902	PASSPORT FOODS
Registration Number:	2142800	ORCA BAY
Registration Number:	2141043	ORCA BAY
Registration Number:	4717765	COMMON SENSE SEAFOOD

CORRESPONDENCE DATA

Fax Number: 8015786999

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: (801) 328-3131

Email: tm-slc@stoel.com

Correspondent Name: Joshua G. Gigger

Address Line 1: 201 South Main Street, Suite 1200

Address Line 4: Salt Lake City, UTAH 84111

NAME OF SUBMITTER: Joshua G. Gigger

TRADEMARK

REEL: 008028 FRAME: 0164

900759661

OP \$115.00 2918902

SIGNATURE:	/Joshua G. Gigger/
DATE SIGNED:	03/22/2023
Total Attachments: 7 source=Odyssey Food Orca Bay Merger#page1.tif source=Odyssey Food Orca Bay Merger#page3.tif source=Odyssey Food Orca Bay Merger#page4.tif source=Odyssey Food Orca Bay Merger#page5.tif source=Odyssey Food Orca Bay Merger#page6.tif source=Odyssey Food Orca Bay Merger#page7.tif source=Name Change#page1.tif	

UNITED STATES OF AMERICA

The State of Washington



Secretary of State

CERTIFICATE OF MERGER

I, KIM WYMAN, Secretary of State of the State of Washington and custodian of its seal, hereby certify that documents meeting statutory requirements have been filed and processed with the Secretary of State merging the below listed "Merging Entity/Entities" into:

ODYSSEY FOODS, LLC

WA LIMITED LIABILITY COMPANY

UBI: 604 104 818

Effective Date: 04/01/2019

Filing Date: 04/01/2019

Merging Entities:

604 164 899

ORCA BAY FOODS, LLC, WA LIMITED LIABILITY COMPANY



Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

Kim Wyman

Kim Wyman, Secretary of State

Date Issued: 04/01/2019

TRADEMARK

REEL: 008028 FRAME: 0166

FILED

Secretary of State

State of Washington

Date Filed: 04/01/2019

Effective Date: 04/01/2019

UBI No: 604 104 818

ARTICLES OF MERGER
OF
ODYSSEY FOODS, LLC
AND
ORCA BAY FOODS, LLC

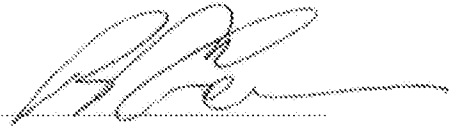
Pursuant to the provisions of the Washington Uniform Limited Liability Company Act, RCW 25.15 et seq, the following Articles of Merger are executed for the purpose of merging Orca Bay Foods, LLC, a Washington limited liability company (the "Disappearing Entity"), into Odyssey Foods, LLC, a Washington limited liability company (the "Surviving Entity").

1. The Plan of Merger of Orca Bay Foods, LLC with and into Odyssey Foods, LLC is attached hereto as Exhibit A.
2. The merger shall be effective April 1, 2019.
3. The Plan of Merger was duly approved by the member of the Disappearing Entity and by the members of the Surviving Entity pursuant to RCW 25.15.421.

DATED as of this 1st day of April, 2019.

ODYSSEY FOODS, LLC.

By: _____
Its: President



ORCA BAY FOODS, LLC

By: _____
Its: President

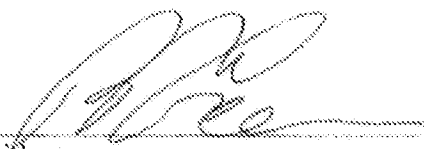


EXHIBIT A

PLAN OF MERGER

This Plan of Merger is made and entered into this 1st day of April, 2019, by and between Odyssey Foods, LLC, a Washington limited liability company ("Odyssey"), and Orca Bay Foods, LLC, a Washington limited liability company ("Orca Bay").

RECITALS

A. Odyssey is a limited liability company organized and existing under the laws of the State of Washington.

B. Orca Bay is a limited liability company organized and existing under the laws of the State of Washington.

C. The Members of Odyssey and Orca Bay, respectively, deem it advisable for Orca Bay to merge with and into Odyssey.

NOW, THEREFORE, in consideration of the mutual covenants and agreements contained herein, Odyssey and Orca Bay (the "Constituent Organizations") hereby agree to the following Plan of Merger:

1. Names of Constituent Limited Liability Companies: Orca Bay (the "Converting Limited Liability Company") will merge with and into Odyssey (the "Converted Limited Liability Company"). Odyssey will be the surviving entity and shall continue as a Washington limited liability company pursuant to RCW 25.15 et seq.

2. Terms and Conditions of Merger: The effective date of the merger (the "Effective Date") shall be the date on which the Articles of Merger are filed by the Washington Secretary of State. Upon the effective date of the merger, the separate existence of Orca Bay shall cease; title to all real estate and other property owned by Orca Bay or Odyssey shall be vested in Odyssey without reversion or impairment; and the Odyssey shall have all liabilities of Orca Bay and Odyssey.

3. Governing Law: The laws of the State of Washington shall govern the Converted Limited Liability Company.

4. Name: The name of the Converted Limited Liability Company shall be Orca Bay Foods, LLC.

5. Registered Office/Agent: The address of the registered office of the Converted Limited Liability Company shall be 601 Union Street, Suite 4100, Seattle, Washington 98101. The Registered Agent shall be John G. Young.

6. **Accounting:** The assets and liabilities of the Constituent Organizations as of the Effective Date of the merger shall be taken up on the books and records of Odyssey at the amounts at which they are carried at that time on the respective books and records of each of the Constituent Organizations.

7. **Organizational Documents:** The Certificate of Formation and the Operating Agreement of Odyssey shall constitute the organizational documents of the Converted Limited Liability Company.

8. **Manager:** The manager of the Converted Limited Liability Company as of the Effective Date of the merger shall be the Board of Managers of Odyssey.

9. **Manner and Basis of Converting Units of Membership Interest:** As of the Effective Date of the merger:

(a) Each unit of Odyssey membership interest, issued and outstanding as of the effective date of the merger, shall continue to be one unit of membership interest of the Converted Limited Liability Company.

(b) Each unit of Orca Bay membership interest, issued and outstanding as of the Effective Date of the merger, shall be surrendered to the Converted Limited Liability Company for cancellation, and no units of membership interest of the Converted Limited Liability Company shall be issued with respect to such units.

(c) Any units of Orca Bay membership interest in the treasury of Orca Bay on the Effective Date of the merger shall be surrendered to the Converted Limited Liability Company for cancellation, and no units of membership interest of the Converted Limited Liability Company shall be issued with respect to such units.

(d) On the Effective Date of the merger, holders of certificates of Orca Bay membership interest, if any, shall surrender them to the Converted Limited Liability Company, or its appointed agent, in such manner as the Converted Limited Liability Company legally shall require. Upon receipt of such certificates, the Converted Limited Liability Company shall cancel the units represented by such certificate on the records of Orca Bay and mark the certificate "Cancelled".

10. **Member Approval:** This Plan of Merger shall be submitted to the members of Odyssey and Orca Bay for their approval as provided under RCW 25.15.421. The Plan of Merger will require the approval of a majority of all the votes entitled to be cast on the Plan of Merger by holders of membership interest in Odyssey and Orca Bay. After such approval, the Articles of Merger shall be executed and filed as provided under the laws of the State of Washington.

11. **Rights of Dissenting Members:** All of the outstanding membership interest of

Orca Bay is owned by a single member. Consequently, the single member of Orca Bay will either approve or disapprove the proposed merger and no rights of dissenting members will arise. All members of Odyssey will receive written notice of the proposed merger not later than ten days prior to any vote to approve this Plan of Merger, including notice of their dissenter's rights pursuant to RCW 25.15.476.

12. **Termination of Merger:** This merger may be abandoned at any time prior to filing of Articles of Merger with the Washington Secretary of State upon the affirmative vote of a majority of the members of either Orca Bay or Odyssey. If the merger is terminated, there shall be no liability on the part of either Orca Bay or Odyssey, their respective Boards, or members.

13. **Counterparts:** This Plan of Merger may be executed in any number of counterparts, and all such counterparts and copies shall be and constitute an original instrument.

IN WITNESS WHEREOF, this Plan of Merger has been adopted by the members of the Board of Managers of Odyssey Foods, LLC and by the sole member of Orca Bay Foods, LLC as of this 1st day of April, 2019.

ODYSSEY FOODS, LLC

By: Philip Crean
Its: President

ORCA BAY FOODS, LLC

By: ODYSSEY FOODS, LLC
Its: Sole Member

By: Philip Crean
Its: President

**CERTIFICATE OF AMENDMENT
(Change of Name)**

Pursuant to the provisions of RCW 25.15.076, Odyssey Foods, LLC, a Washington limited liability company, submits this Certificate of Amendment to amend the Certificate of Formation filed by Odyssey Foods, LLC on March 15, 2017.

(a) The name of the company stated in the original Certificate of Formation was Odyssey Foods, LLC

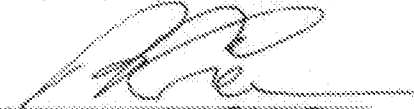
(b) Odyssey Foods, LLC has merged with Orca Bay Foods, LLC with Odyssey Foods, LLC, the surviving entity

(c) Pursuant to the Plan of Merger adapted by Odyssey Foods, LLC, the name of the surviving entity has been changed to Orca Bay Foods, LLC.

(d) The Certificate of Formation of Odyssey Foods, LLC shall be hereby amended to reflect that the name of the company is now Orca Bay Foods, LLC.

Dated this 1st day of April, 2019.

ORCA BAY FOODS, LLC
(formerly Odyssey Foods, LLC)


By: Philip P. Crean
Its: President