

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

Assignment ID: TMI194147

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	CHANGE OF NAME
RESUBMIT DOCUMENT ID:	900849173
SEQUENCE:	1

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Greencore USA, LLC		11/26/2018	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Company Name:	Clover USA, LLC
Street Address:	251 Little Falls Drive
City:	Wilmington
State/Country:	DELAWARE
Postal Code:	19808
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	2853302	ALLSTARS
Registration Number:	2974035	BISTRO TO-GO
Registration Number:	3049989	DELI PRIDE
Registration Number:	5325796	LETTIERI'S
Registration Number:	2915735	LETTIERI'S
Registration Number:	5366523	LETTIERI'S FAMIGLIA CUCINA
Registration Number:	3082334	OLD SANTA FE
Registration Number:	2928391	WRAP-DOGS!

CORRESPONDENCE DATA

Fax Number: 6172359493

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: 2125969287

Email: nicole.mollica@ropesgray.com

Correspondent Name: Nicole Mollica

Address Line 1: Ropes & Gray LLP

Address Line 2: 1211 Avenue of the Americas

Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER: 118615-0003

NAME OF SUBMITTER: Nicole Mollica

SIGNATURE: Nicole Mollica

DATE SIGNED: 04/26/2024

Total Attachments: 27

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Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "HEARTHSIDE USA, LLC" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

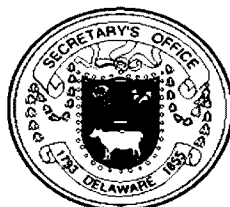
CERTIFICATE OF INCORPORATION, FILED THE EIGHTEENTH DAY OF FEBRUARY, A.D. 2005, AT 11:46 O`CLOCK A.M.


CERTIFICATE OF OWNERSHIP, FILED THE TWENTY-FIFTH DAY OF SEPTEMBER, A.D. 2009, AT 10:43 O`CLOCK A.M.

CERTIFICATE OF OWNERSHIP, CHANGING ITS NAME FROM "HOME MADE BRAND FOODS, INC." TO "GREENCORE USA, INC.", FILED THE TWENTY-FIFTH DAY OF SEPTEMBER, A.D. 2009, AT 10:52 O`CLOCK A.M.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE FIFTEENTH DAY OF MARCH, A.D. 2011, AT 9:04 O`CLOCK A.M.

CERTIFICATE OF MERGER, FILED THE TWENTIETH DAY OF FEBRUARY, A.D. 2014, AT 1:19 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

3928403 8100H
SR# 20241498155

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

Authentication: 203276594
Date: 04-17-24

TRADEMARK
REEL: 008410 FRAME: 0583

Delaware

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The First State

*CERTIFICATE OF MERGER, FILED THE TWENTY-SIXTH DAY OF
SEPTEMBER, A.D. 2014, AT 10:01 O`CLOCK A.M.*

*AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-SEVENTH DAY OF
SEPTEMBER, A.D. 2014 AT 12:01 O`CLOCK A.M.*

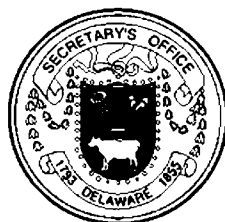
*CERTIFICATE OF MERGER, FILED THE TWENTY-SIXTH DAY OF
SEPTEMBER, A.D. 2014, AT 10:07 O`CLOCK A.M.*

*AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-SEVENTH DAY OF
SEPTEMBER, A.D. 2014 AT 12:01 O`CLOCK A.M.*

*CERTIFICATE OF MERGER, FILED THE TWENTY-FIFTH DAY OF
SEPTEMBER, A.D. 2015, AT 12:14 O`CLOCK P.M.*

*CERTIFICATE OF MERGER, FILED THE TWENTY-FIFTH DAY OF
SEPTEMBER, A.D. 2015, AT 12:46 O`CLOCK P.M.*

*CERTIFICATE OF CONVERSION, CHANGING ITS NAME FROM "GREENCORE
USA, INC." TO "GREENCORE USA, LLC", FILED THE FIFTEENTH DAY OF
DECEMBER, A.D. 2016, AT 10:55 O`CLOCK A.M.*




Jeffrey W. Bullock, Secretary of State

3928403 8100H
SR# 20241498155

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

Authentication: 203276594
Date: 04-17-24

TRADEMARK
REEL: 008410 FRAME: 0584

Delaware

Page 3

The First State

*CERTIFICATE OF FORMATION, FILED THE FIFTEENTH DAY OF
DECEMBER, A.D. 2016, AT 10:55 O`CLOCK A.M.*

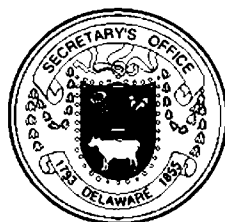
*CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "GREENCORE
USA, LLC" TO "CLOVER USA, LLC", FILED THE TWENTY-SIXTH DAY OF
NOVEMBER, A.D. 2018, AT 10:13 O`CLOCK A.M.*

*CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE TWENTY-
SIXTH DAY OF NOVEMBER, A.D. 2018, AT 10:41 O`CLOCK A.M.*

*CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "CLOVER
USA, LLC" TO "HEARTHSIDE USA, LLC", FILED THE THIRTIETH DAY OF
APRIL, A.D. 2019, AT 7:14 O`CLOCK P.M.*

*CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE TWENTY-
FOURTH DAY OF AUGUST, A.D. 2022, AT 12:25 O`CLOCK P.M.*

*AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID
CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE
AFORESAID LIMITED LIABILITY COMPANY, "HEARTHSIDE USA, LLC".*




Jeffrey W. Bullock, Secretary of State

3928403 8100H
SR# 20241498155

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

Authentication: 203276594
Date: 04-17-24

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CERTIFICATE OF INCORPORATION

OF

HOME MADE BRAND FOODS, INC.

- FIRST** Name. The name of the Corporation is Home Made Brand Foods, Inc.
- SECOND** Registered Office and Agent. The address of the registered office of the Corporation in the State of Delaware is 2711 Centerville Road, Suite 400, Wilmington, County of New Castle, Delaware 19808, and the name of its registered agent at such address is Corporation Service Company.
- THIRD** Purpose. 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 the State of Delaware.
- FOURTH** Stock. The total number of shares of capital stock that the Corporation has the authority to issue is 1,000 shares of Common Stock, par value \$0.01 per share.
- FIFTH** Incorporator. The name and address of the incorporator is Jeffery D. Peters, Cohen & Grigsby, P.C., 11 Stanwix Street, 15th Floor, Pittsburgh, PA 15222.
- SIXTH** Liability of Directors. To the fullest extent that the laws of the State of Delaware, as the same exist or may hereafter be amended, permit elimination of the personal liability of directors, no director of the Corporation will be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. The provisions of this Article are deemed to be a contract with each director of the Corporation who serves as such at any time while this Article is in effect, and each such director is deemed to be serving as such in reliance on the provisions of this Article. Any amendment or repeal of this Article, and any amendment to the Bylaws of the Corporation or any other provision of this Certificate, which has the effect of increasing director liability will operate prospectively only and will not affect any action taken, or any failure to act, by a director of the Corporation prior to such amendment or repeal becoming effective.
- SEVENTH** Indemnification. Directors and officers of the Corporation will be indemnified by the Corporation as of right to the fullest extent now or hereafter permitted by the laws of the State of Delaware in connection with any actual or threatened civil, criminal, administrative or investigative action, suit or proceeding (whether brought by or in the name of the Corporation or otherwise) arising out of their service to the Corporation or to another organization at the request of the Corporation. Persons who are not directors or officers of the Corporation may be similarly indemnified in respect of such service to the extent authorized at any time by the Board of Directors of the Corporation. The Corporation may purchase and maintain insurance to protect itself and any such director, officer or other person against any liability asserted against any such person whether or not the Corporation has the power to indemnify such person against such

TRADEMARK

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liability. The provisions of this Article are applicable to actions, suits or proceedings commenced after the adoption of this Article, whether arising from acts or omissions occurring before or after the adoption of this Article, and to directors, officers and other persons who have ceased to render such service, and will inure to the benefit of the heirs and legal representatives of the directors, officers and other persons referred to in this Article.

EIGHTH Amendment of Bylaws. The Board of Directors has the power to make, amend, alter or repeal the Bylaws of the Corporation, in whole or in part.

NINTH Effective Date. This Certificate of Incorporation will be effective upon filing.

WITNESS the due execution hereof this 18th day of February, 2005.

By: /s/ Jeffery D. Peters
Jeffery D. Peters, Incorporator
Cohen & Grigsby, P.C.
11 Stanwix Street
15th Floor
Pittsburgh, PA 15222

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

HMBF HOLDING CORP.

with and into

HOME MADE BRAND FOODS, INC.

**(Parent into subsidiary merger pursuant to Section 253
of the General Corporation Law of Delaware)**

Pursuant to Section 253 of the General Corporation Law of Delaware (the "DGCL"), by this certificate, HMBF Holding Corp., a Delaware corporation ("Parent") merges with and into its wholly-owned subsidiary, Home Made Brand Foods, Inc., a Delaware corporation ("Target"), with Target being the surviving corporation in such merger.

Parent does hereby certify that:

FIRST: Parent was incorporated on April 7, 2005.

SECOND: Parent owns 100% of the outstanding capital stock of Target, a corporation that was incorporated on February 18, 2005.

THIRD: Parent, by the following joint resolutions of its Board of Directors and its sole stockholder, duly adopted by written consent on September 24, 2009 pursuant to Sections 141 and 228 of the DGCL, determined to, and effective upon the filing of this Certificate of Ownership and Merger with the Secretary of State of the State of Delaware does, merge Parent with and into Target, with Target being the surviving corporation in such merger, and with Target being possessed of all of the estate, property, rights, privileges and franchises of Parent and assuming all of the liabilities and obligations of Parent, on the conditions set forth in such resolutions:

RESOLVED: That Parent merge with and into its wholly-owned subsidiary, Target, with Target being the surviving corporation in such merger and that such merger be effected pursuant to Section 368(a)(1)(A) of the Internal Revenue Code of 1986, as amended.

RESOLVED: That upon the merger, (1) the holder of the Series A Preferred Stock of Parent shall receive 1 share of common stock of Target for each 1,000 shares of Series A Preferred Stock of Parent held by it, (2) the holder of Common Stock of the Parent shall receive 1 share of common stock of Target for each 1,000 shares of Common Stock of Parent

held by it, (3) all of the capital stock of Target held by Parent shall be surrendered and cancelled, and (4) all of the capital stock of Parent shall be surrendered and cancelled.

RESOLVED: That the Certificate of Ownership and Merger presented, be, and hereby is, approved, and that the President of Parent is hereby authorized to execute and deliver the Certificate, and to file the same with the Secretary of State of Delaware.

RESOLVED: That the officers of Parent be, and each of them hereby is, authorized and directed to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in any way necessary or proper to effect said merger.

FIFTH: This merger has been approved by Parent and its sole stockholder.

SIXTH: This merger is effective upon filing of this Certificate of Ownership and Merger.

[*Signature Page Follows*]

IN WITNESS WHEREOF, Parent has caused this certificate to be signed by an authorized officer as of September 24, 2009.

HMBF HOLDING CORP.
(a Delaware corporation)

By: /s/ Fergal Leamy

Name: Fergal Leamy

Title: President

[SIGNATURE PAGE TO CERTIFICATE OF OWNERSHIP & MERGER - HHC INTO HMBF]

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CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

GRENCORE US ACQUISITIONS, INC.

with and into

HOME MADE BRAND FOODS, INC.

**(Parent into subsidiary merger pursuant to Section 253
of the General Corporation Law of Delaware)**

Pursuant to Section 253 of the General Corporation Law of Delaware (the "DGCL"), by this certificate, Grencore US Acquisitions, Inc., a Delaware corporation ("Parent") merges with and into its wholly-owned subsidiary, Home Made Brand Foods, Inc., a Delaware corporation ("Target"), with Target being the surviving corporation in such merger and the Target changes its name to Grencore USA, Inc.

Parent does hereby certify that:

FIRST: Parent was incorporated on April 16, 2008.

SECOND: Parent owns 100% of the outstanding capital stock of Target, a corporation that was incorporated on February 18, 2005.

THIRD: Parent, by the following joint resolutions of its Board of Directors and its sole stockholder, duly adopted by written consent on September 24, 2009 pursuant to Sections 141 and 228 of the DGCL, determined to, and effective upon the filing of this Certificate of Ownership and Merger with the Secretary of State of the State of Delaware does, change the name of the Target and merge Parent with and into Target, with Target being the surviving corporation in such merger, and with Target being possessed of all of the estate, property, rights, privileges and franchises of Parent and assuming all of the liabilities and obligations of Parent, on the conditions set forth in such resolutions:

RESOLVED: That Parent merge with and into its wholly-owned subsidiary, Target, with Target being the surviving corporation in such merger and that such merger be effected pursuant to Section 368(a)(1)(A) of the Internal Revenue Code of 1986, as amended.

RESOLVED: That upon the merger, (1) the holder of Common Stock of Parent shall receive the same number of shares of Common Stock of the Target, (2) all of the capital stock of the Target held by the Parent shall be surrendered and cancelled, and (3) all of the capital stock of Parent shall be surrendered and cancelled.

RESOLVED: That the Certificate of Ownership and Merger presented, be, and hereby is, approved, and that the President of Parent is hereby authorized to execute and deliver the Certificate, and to file the same with the Secretary of State of Delaware.

RESOLVED: That the officers of Parent be, and each of them hereby is, authorized and directed to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in any way necessary or proper to effect said merger.

RESOLVED: That effective upon the filing of the Certificate of Ownership and Merger with the Secretary of State of Delaware, the name of the surviving corporation shall be changed to Greencore USA, Inc.

FIFTH: This merger has been approved by Parent and its sole stockholder.

SIXTH: This merger is effective upon filing of this Certificate of Ownership and Merger.

[*Signature Page Follows*]

IN WITNESS WHEREOF, Parent has caused this certificate to be signed by an authorized officer as of September 24, 2009.

GREENCORE US ACQUISITIONS, INC.
(a Delaware corporation)

By: /s/ Fergal Leamy
Name: Fergal Leamy
Title: President

[SIGNATURE PAGE TO CERTIFICATE OF OWNERSHIP & MERGER – GUSA INTO HMBF]

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TRADEMARK
REEL: 008410 FRAME: 0593

STATE OF DELAWARE
CERTIFICATE OF CHANGE
OF REGISTERED AGENT AND/OR
REGISTERED OFFICE

The Board of Directors of GREENCORE USA, INC.
a Delaware Corporation, on this 14th day of
March, A.D. 2011, do hereby resolve and order that the
location of the Registered Office of this Corporation within this State be, and the
same hereby is 160 Greentree Drive, Suite 101
Street, in the City of Dover
County of Kent Zip Code 19904

The name of the Registered Agent therein and in charge thereof upon whom
process against this Corporation may be served, is National Registered Agents, Inc.

The Corporation does hereby certify that the foregoing is a true copy of a
resolution adopted by the Board of Directors at a meeting held as herein stated.

IN WITNESS WHEREOF, said Corporation has caused this certificate to be
signed by an authorized officer, the 14th day of March,
A.D., 2011.

By: 
Authorized Officer

Name: PAUL KENNY
Print or Type

Title: CFO

CERTIFICATE OF MERGER
of
GRENCORE U.S. INTERMEDIATE HOLDINGS, INC.
(a Delaware corporation)

with and into

GRENCORE USA, INC.
(a Delaware corporation)

The undersigned corporation, organized and existing under the General Corporation Law of the State of Delaware (the "DGCL"),

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Grencore U.S. Intermediate Holdings, Inc.	Delaware
Grencore USA, Inc.	Delaware

SECOND: That the Agreement and Plan of Merger, dated as of February 20, 2014, between the constituent corporations (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251(c) of the DGCL.

THIRD: That the name of the surviving corporation in the merger is Grencore USA, Inc., a Delaware corporation.

FOURTH: That the Certificate of Incorporation of the surviving corporation shall be the Certificate of Incorporation of Grencore USA, Inc.

FIFTH: The executed Merger Agreement is on file at the principal place of business of the surviving corporation.

SIXTH: A copy of the Merger Agreement will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: The Certificate of Merger shall become effective on February 20, 2014.

IN WITNESS WHEREOF, Greencore USA, Inc. has caused this certificate to be signed
as of this 20th day of February, 2014.

GRENCORE USA, INC.

By: /s/ Liam McLennon
Name: Liam McClennon
Title: President

[Signature Page to Certificate of Merger]

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC CORPORATION AND
FOREIGN LIMITED LIABILITY COMPANY**

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is Grencore USA, Inc., a Delaware Corporation, and the name of the limited liability company being merged into this surviving corporation is Grencore OARS, LLC a (list jurisdiction) Massachusetts limited liability company.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by the surviving corporation and the merging limited liability company.

THIRD: The name of the surviving corporation is Grencore USA, Inc.

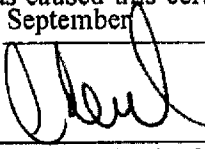
FOURTH: The merger is to become effective on September 27, 2014 at 12:01 AM.

FIFTH: The Agreement of Merger is on file at 222 Rosewood Drive, Suite 240, Danvers, MA 01923, the place of business of the surviving corporation.

SIXTH: A copy of the Agreement of Merger will be furnished by the corporation on request, without cost, to any stockholder of any constituent corporation or member of any constituent limited liability company.

SEVENTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

IN WITNESS WHEREOF, said Corporation has caused this certificate to be signed by an authorized officer, the 26th day of September, A.D., 2014.

By: 
Authorized Officer

Name: Liam McClennon
Print or Type

Title: President

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC LIMITED LIABILITY COMPANY
INTO A
DOMESTIC CORPORATION**

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law and Title 6, Section 18-209 of the Delaware Limited Liability Company Act, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is Greencore USA, Inc.
_____, a Delaware Corporation, and the name of the
limited liability company being merged into this surviving corporation is _____
Marketfare Foods, LLC

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by the surviving corporation and the merging limited liability company.

THIRD: The name of the surviving corporation is Greencore USA, Inc.
_____.

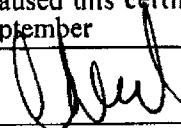
FOURTH: The merger is to become effective on September 27, 2014 at 12:01 AM.

FIFTH: The Agreement of Merger is on file at 222 Rosewood Drive, Suite 240,
Danvers, MA 01923, the place of business of the surviving corporation.

SIXTH: A copy of the Agreement of Merger will be furnished by the corporation on request, without cost, to any stockholder of any constituent corporation or member of any constituent limited liability company.

SEVENTH: The Certificate of Incorporation of the surviving corporation shall be it's Certificate of Incorporation

IN WITNESS WHEREOF, said Corporation has caused this certificate to be signed by an authorized officer, the 26th day of September, A.D., 2014.

By: 

Authorized Officer

Name: Liam McClennon

Print or Type
Title: President

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC CORPORATIONS**

Pursuant to Title 8, Section 251(c) of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is Greencore USA, Inc.
, and the name of the corporation being
merged into this surviving corporation is H.C. Schau & Son, Inc.
.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations.

THIRD: The name of the surviving corporation is Greencore USA, Inc.
 a Delaware corporation.

FOURTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

FIFTH: The merger is to become effective on September 25 2015.

SIXTH: The Agreement of Merger is on file at 222 Rosewood Drive Ste. 240
Danvers, MA 01923, the place of business
of the surviving corporation.

SEVENTH: A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, the 24 day of September, A.D.,
2015.

By: Conor O'Leary
Authorized Officer

Name: Conor O'Leary
Print or Type

Title: Secretary

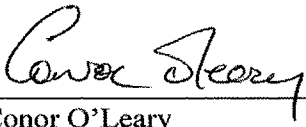
**STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A DELAWARE CORPORATION TO A
DELAWARE LIMITED LIABILITY COMPANY
PURSUANT TO SECTION 18-214 OF THE
LIMITED LIABILITY COMPANY ACT**

1. The jurisdiction where the Corporation first formed is Delaware.
2. The jurisdiction immediately prior to filing this Certificate is Delaware.
3. The date the Corporation first formed is February 18, 2005.
4. The name of the Corporation immediately prior to filing this Certificate of Conversion is Grencore USA, Inc.
5. The name of the Limited Liability Company as set forth in the Certificate of Formation is Grencore USA, LLC.
6. This Certificate of Conversion is to become effective on December 15, 2016 (the "Effective Date").

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion as of the Effective Date.

GREENCORE USA, INC.

By: 
Name: Conor O'Leary
Title: Secretary and Director

[Signature Page to Greencore USA, Inc. Certificate of Conversion]

TRADEMARK
REEL: 008410 FRAME: 0602

**CERTIFICATE OF FORMATION
OF
GREENCORE USA, LLC**

The undersigned, an authorized natural person, for the purpose of forming a limited liability company, under the provisions and subject to the requirements of the State of Delaware (particularly Chapter 18, Title 6 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified, and referred to as the "Delaware Limited Liability Company Act"), hereby certifies that:

FIRST: The name of the limited liability company (hereinafter called the "limited liability company") is Greencore USA, LLC.

SECOND: The address of the registered office and the name and the address of the registered agent of the limited liability company required to be maintained by Section 18-104 of the Delaware Limited Liability Company Act are National Registered Agents, Inc., 160 Greentree Drive, Suite 101, Dover, County of Kent, Delaware 19904.

THIRD: This Certificate of Formation is to become effective on December 15, 2016.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of December 15, 2016.

/s/ Demetra Nicozisin
Demetra Nicozisin, Authorized Person

STATE *of* DELAWARE

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF FORMATION
OF
GREENCORE USA, LLC

November 25, 2018

The undersigned, desiring to amend the Certificate of Formation of Greencore USA, LLC (the "Company") pursuant to the provisions of Section 18-202 of the Limited Liability Company Act of the State of Delaware, does hereby certify as follows:

- (1) The name of the limited liability company is Greencore USA, LLC.
- (2) The Company was formed on December 15, 2016.
- (3) The Certificate of Formation of the Company is hereby amended as follows:
"FIRST: The name of the limited liability company (hereinafter called the "limited liability company") is Clover USA, LLC."

[The remainder of the page is intentionally left blank]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment of the Certificate of Formation as of the date first written above.



Name: Richard Scalise

Title: Chairman and Chief Executive Officer

[Greencore USA, LLC Certificate of Amendment]

TRADEMARK

REEL: 008410 FRAME: 0605

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT CHANGING ONLY THE
REGISTERED OFFICE OR REGISTERED AGENT OF A
LIMITED LIABILITY COMPANY

The limited liability company organized and existing under the Limited Liability Company Act of the State of Delaware, hereby certifies as follows:

1. The name of the limited liability company is Clover USA, LLC
2. The Registered Office of the limited liability company in the State of Delaware is changed to 251 Little Falls Drive (street), in the City of Wilmington, Zip Code 19808. The name of the Registered Agent at such address upon whom process against this limited liability company may be served is Corporation Service Company

By: 
Authorized Person

Name: Richard Scalise
Print or Type

STATE *of* DELAWARE

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF FORMATION
OF
CLOVER USA, LLC**

April 24, 2019

The undersigned, desiring to amend the Certificate of Formation of Clover USA, LLC (the "Company") pursuant to the provisions of Section 18-202 of the Limited Liability Company Act of the State of Delaware, does hereby certify as follows:

- (1) The name of the limited liability company is Clover USA, LLC.
- (2) The Company was formed on December 15, 2016.
- (3) The Certificate of Formation of the Company is hereby amended as follows:

"FIRST: The name of the limited liability company (hereinafter called the "limited liability company") is Hearthsides USA, LLC."

[The remainder of the page is intentionally left blank]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment of the Certificate of Formation as of the date first written above.



Name: Richard Scalise

Title: Chairman and Chief Executive Officer


STATE OF DELAWARE
CERTIFICATE OF AMENDMENT CHANGING ONLY THE
REGISTERED OFFICE OR REGISTERED AGENT OF A
LIMITED LIABILITY COMPANY

The limited liability company organized and existing under the Limited Liability Company Act of the State of Delaware, hereby certifies as follows:

1. The name of the limited liability company is _____
HEARTHSIDE USA, LLC

2. The Registered Office of the limited liability company in the State of Delaware is changed to 651 N. BROAD ST., SUITE 201

(street), in the City of MIDDLETOWN,
Zip Code 19709. The name of the Registered Agent at such address upon whom process against this limited liability company may be served is _____
LEGALINC CORPORATE SERVICES INC.

By: 

Authorized Person

Name: Wesley Dolan

Print or Type