

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM411958

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	12/31/2016

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Hazelton Merger Sub, LLC		12/30/2016	Limited Liability Company: DELAWARE

NEWLY MERGED ENTITY DATA

Name	Execution Date	Entity Type
Hazelton Acquisition, LLC	12/30/2016	Limited Liability Company: DELAWARE

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

Name:	Diamond Foods, LLC
Street Address:	1050 South Diamond Street
City:	Stockton
State/Country:	CALIFORNIA
Postal Code:	95205
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 22

Property Type	Number	Word Mark
Registration Number:	0796084	CALWAL
Registration Number:	2975312	
Registration Number:	1299727	
Registration Number:	1365849	
Registration Number:	0511213	DIAMOND
Registration Number:	1890026	DIAMOND
Registration Number:	0130162	DIAMOND BRAND
Registration Number:	0724880	DIAMOND BRAND
Registration Number:	3981595	DIAMOND OF CALIFORNIA
Registration Number:	1801304	DIAMOND OF CALIFORNIA
Registration Number:	2449847	DIAMOND OF CALIFORNIA
Registration Number:	1299723	DIAMOND OF CALIFORNIA
Registration Number:	1129023	HARMONY
Registration Number:	1129029	HARMONY

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	1397028	HARMONY
Registration Number:	2665022	HARMONY
Registration Number:	2682629	HARMONY
Registration Number:	2901557	HARVEST RESERVE
Registration Number:	4883153	MADE FOR HOMEMADE
Registration Number:	0808927	SUNTAND
Serial Number:	86782267	SHAKE & SPOON
Registration Number:	1517330	TROPICAL TRAIL MIX

CORRESPONDENCE DATA

Fax Number: 2127514864

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: 212-906-1200

Email: angela.amaru@lw.com

Correspondent Name: Latham & Watkins LLP c/o Angela M. Amaru

Address Line 1: 885 Third Avenue

Address Line 2: Suite 1000

Address Line 4: New York, NEW YORK 10022

NAME OF SUBMITTER: Angela M. Amaru

SIGNATURE: /S/ Angela M. Amaru

DATE SIGNED: 01/11/2017

Total Attachments: 3

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Delaware

The First State

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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 MERGER, WHICH MERGES:

"HAZELTON MERGER SUB, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "HAZELTON ACQUISITION, LLC" UNDER THE NAME OF "DIAMOND FOODS, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE THIRTIETH DAY OF DECEMBER, A.D. 2016, AT 2:33 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2016 AT 11 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

6214538 8100M
SR# 20167353358

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

Authentication: 203617531
Date: 12-30-16

TRADEMARK
REEL: 005964 FRAME: 0039

CERTIFICATE OF MERGER

OF

HAZELTON MERGER SUB, LLC

WITH AND INTO

HAZELTON ACQUISITION, LLC

In accordance with the provisions of Section 18-209 of the Delaware Limited Liability Company Act (the "DLLCA"), the undersigned limited liability company hereby certifies the following facts relating to the merger of Hazelton Merger Sub, LLC, a Delaware limited liability company, with and into Hazelton Acquisition, LLC, a Delaware limited liability company (the "Merger").

FIRST: The name of the surviving limited liability company is Hazelton Acquisition, LLC, a Delaware limited liability company ("Hazelton Acquisition"), and the name of the limited liability company being merged with and into this surviving limited liability company is Hazelton Merger Sub, LLC, a Delaware limited liability company ("Merger Sub").

SECOND: An Agreement and Plan of Merger, dated as of December 30, 2016, by and between Hazelton Acquisition and Merger Sub (the "Merger Agreement"), has been approved, adopted, certified, executed and acknowledged by Hazelton Acquisition and Merger Sub in accordance with the provisions of Section 18-209 of the DLLCA.

THIRD: The name of the surviving limited liability company is Hazelton Acquisition, LLC, which will continue its existence under the name "Diamond Foods, LLC".

FOURTH: The Certificate of Formation of Hazelton Acquisition in effect immediately prior to the effective time of the Merger shall be amended as follows, and will be the Certificate of Formation of the surviving limited liability company:

By striking the whole of paragraph **FIRST** as it now exists and inserting in lieu thereof a new paragraph **FIRST**, reading as follows:

"**FIRST:** The name of the limited liability company is Diamond Foods, LLC."

FIFTH: This Certificate of Merger, and the Merger provided for herein, shall become effective at 11:00 p.m., Eastern Time, on December 31, 2016.

SIXTH: An executed copy of the Merger Agreement is on file at 1050 South Diamond Street Stockton, California 95205, the principal place of business of the surviving limited liability company.

SEVENTH: A copy of the Merger Agreement will be furnished by the surviving limited liability company, on request and without cost, to any member of the constituent companies.

IN WITNESS WHEREOF, the undersigned limited liability company has caused this Certificate of Merger to be signed by an authorized officer this 30 day of December, 2016.

HAZELTON ACQUISITION, LLC

By: 

Name: David Blue

Title: Authorized Signatory

[Merger Certificate -- Hazelton Acquisition, LLC and Hazelton Merger Sub, LLC]