

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM661626

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	07/02/2021

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
McKee Foods Kingman, Inc.		06/14/2021	Corporation: ARIZONA

RECEIVING PARTY DATA

Name:	McKee Foods Corporation
Street Address:	10260 McKee Road
City:	Collegedale
State/Country:	TENNESSEE
Postal Code:	37315-0750
Entity Type:	Corporation: TENNESSEE

PROPERTY NUMBERS Total: 91

Property Type	Number	Word Mark
Registration Number:	3930285	AMERICA'S FAMILY BAKERY
Registration Number:	1554927	APPLE DELIGHTS
Registration Number:	2138075	BAKER'S FINEST
Registration Number:	0850698	BANANA TWINS
Registration Number:	4389880	
Registration Number:	4389877	BAT BROWNIES
Registration Number:	3083841	BLINKS
Registration Number:	3359583	BLUE PLANET
Registration Number:	2621836	BREAKFAST EXPRESS
Registration Number:	4701710	CHRISTMAS STARS
Registration Number:	4203873	
Registration Number:	4212873	CHRISTMAS TREE BROWNIES
Registration Number:	1962667	
Registration Number:	1971246	CHRISTMAS TREE CAKES
Registration Number:	5975493	
Registration Number:	5981306	
Registration Number:	4340246	
Registration Number:	4340245	

OP \$2290.00 3930285

Property Type	Number	Word Mark
Registration Number:	1727914	COOKIE WREATHS
Registration Number:	3047312	COSMIC
Registration Number:	3352049	COSMIC
Serial Number:	88115648	COSMO BLAST BROWNIES
Registration Number:	2598172	DEBBIES
Registration Number:	0968788	
Registration Number:	0783765	
Registration Number:	1555953	DEVIL CREMES
Registration Number:	2135953	DEVIL DOGS
Registration Number:	2134517	DEVIL DOGS
Registration Number:	0972519	DEVIL SQUARES
Registration Number:	0654219	DRAKE'S
Registration Number:	4687413	DRAKE'S
Registration Number:	2139074	DRAKE'S
Serial Number:	90065130	DRAKE'S · SINCE 1896 ·
Serial Number:	90066908	DRAKE'S
Registration Number:	1874778	EASTER BASKET CAKES
Registration Number:	1460436	FANCY CAKES
Registration Number:	1823026	FANCY CAKES
Registration Number:	3021354	FASTSTART
Registration Number:	5056316	FASTSTART
Registration Number:	3791513	FIELDSTONE
Registration Number:	4735385	FIGAROO
Registration Number:	0728627	FUNNY BONES
Registration Number:	4997554	
Registration Number:	0976058	HEARTLAND
Registration Number:	2721213	HEARTLAND
Registration Number:	3868716	HEARTLAND
Registration Number:	3124800	HEARTLAND
Registration Number:	2740013	HEARTLAND
Registration Number:	3868728	HEARTLAND
Registration Number:	2721292	
Registration Number:	2792706	HEARTY LIFE FOODS HEARTY MEALS FOR HARDY
Registration Number:	1237537	"IT'S A PIECE OF CAKE"
Registration Number:	0735443	LITTLE DEBBIE
Registration Number:	0967756	LITTLE DEBBIE
Registration Number:	2594451	LITTLE DEBBIE
Registration Number:	1995688	LITTLE DEBBIE

Property Type	Number	Word Mark
Registration Number:	2347922	LITTLE DEBBIE
Registration Number:	3977028	LITTLE DEBBIE BREAKFAST CLASSICS
Registration Number:	1236596	LITTLE DEBBIE HAS A SNACK FOR YOU
Registration Number:	3515634	LITTLE DEBBIE
Registration Number:	4763816	LITTLE DEBBIE
Registration Number:	4737804	LITTLE DEBBIE
Registration Number:	4659657	LITTLE DEBBIE
Registration Number:	3863732	MARSHMALLOW PUFFS
Registration Number:	0789411	MCKEE
Registration Number:	1746531	MCKEE BRANDS
Registration Number:	1566205	NUTTY BARS
Registration Number:	3618354	NUTTY BUDDY
Registration Number:	1766093	PUMPKIN DELIGHTS
Registration Number:	2135949	RING DINGS
Registration Number:	4830841	SIMPLE GRANOLA
Registration Number:	1952939	SNACK FAVORITES
Registration Number:	1779796	SPINWHEELS
Registration Number:	1118894	STAR CRUNCH
Registration Number:	1228969	SUNBELT
Registration Number:	1875441	SUNBELT
Registration Number:	4831911	SUNBELT BAKERY
Registration Number:	4836630	SUNBELT BAKERY
Registration Number:	0927855	SUNNY DOODLES
Registration Number:	5905488	THE AMERICAN ORIGINAL SINCE 1896
Registration Number:	5795694	TODAY, WE BAKE
Registration Number:	4036249	TOTALLY MULTIGRAIN
Registration Number:	2728844	UNWRAP A SMILE
Registration Number:	1973413	UNWRAP A SMILE TODAY
Registration Number:	2134518	YANKEE DOODLES
Registration Number:	2135950	YANKEEDOODLES
Registration Number:	0896105	YODELS
Registration Number:	3472161	ZEBRA
Registration Number:	4164400	
Registration Number:	6032781	
Registration Number:	4507928	ZOINKS!

CORRESPONDENCE DATA

Fax Number: 2129537201

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: 2124159200
Email: ny.trademark@dorsey.com
Correspondent Name: Sandra Edelman, Dorsey & Whitney LLP
Address Line 1: 51 West 52nd Street
Address Line 4: New York, NEW YORK 10019-6119

ATTORNEY DOCKET NUMBER:	442064-00088
NAME OF SUBMITTER:	Sandra Edelman
SIGNATURE:	/Sandra Edelman/
DATE SIGNED:	07/21/2021

Total Attachments: 6

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Book/Page: **GI 12562 371**

Instrument: 2021071200122

6 PAGE CHARTER
Recorded by KML on 7/12/2021 at 9:33 AM

Charter Fee	\$ 5.50
Data Processing Fee	\$ 2.00
Efile Fee	\$ 2.00
TOTAL FEES	\$ 9.50

State of Tennessee Hamilton County **MARC GRAVITT**
Register of Deeds
Electronically Recorded By CSC



Tre Hargett
Secretary of State

Division of Business Services
Department of State
State of Tennessee
312 Rosa L. Parks AVE, 6th FL
Nashville, TN 37243-1102

MCKEE FOODS CORPORATION
PO BOX 750
COLLEGEDALE, TN 37315-0750

July 2, 2021

Control # 19181

Effective Date: 07/02/2021

Document Receipt

Receipt #: 6483640

Filing Fee: \$100.00

Payment-Check/MO - CFS-1, NASHVILLE, TN

\$100.00

ACKNOWLEDGMENT OF MERGER

MCKEE FOODS KINGMAN, INC. (ARIZONA) (Qualified Non-survivor)

merged into **MCKEE FOODS CORPORATION (TENNESSEE) (Qualified Survivor)**

This will acknowledge the filing of the attached Articles of Merger with an effective date as indicated above.

When corresponding with this office or submitting documents for filing, please refer to the control number given above.

You must also file this document in the office of the Register of Deeds in the county where the entity has its principal office if such principal office is in Tennessee.

Tre Hargett
Secretary of State

Processed By: Alex Maxfield

ARTICLES OF MERGER
OF
MCKEE FOODS KINGMAN, INC.
WITH AND INTO
MCKEE FOODS CORPORATION

FILED

Pursuant to the provisions of Section 48-21-107 of the Tennessee Business Corporation Act (the "Act"), the undersigned corporations hereby submit to the Tennessee Secretary of State the following Articles of Merger for the purpose of effecting the merger of McKee Foods Kingman, Inc., an Arizona corporation ("Kingman"), with and into McKee Foods Corporation, a Tennessee corporation ("McKee"):

First: The Plan and Agreement of Merger is attached as Exhibit A (the "Plan of Merger").

Second: The Plan of Merger was approved by the board of directors of McKee on November 17, 2020. The Plan of Merger was approved by the affirmative vote of the required percentage of all of the votes entitled to be cast by each voting group having the right to vote separately on the Plan of Merger and the votes cast by outstanding shares otherwise entitled to vote on the Plan of Merger.

Third: The Plan of Merger was duly authorized by all action required by the laws of Arizona.

Fourth: The merger shall be effective at 11:59 p.m., Eastern Time, July 2, 2021.

IN WITNESS WHEREOF, the undersigned corporations have caused these Articles of Merger to be executed by their duly authorized officers as of the 14 day of July, 2021.

SURVIVING CORPORATION:

MCKEE FOODS CORPORATION

By: 
Mike McKee, President & CEO

MERGING CORPORATION:

MCKEE FOODS KINGMAN, INC.

By: 
Debbie McKee-Fowler, President & CEO

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EXHIBIT A

PLAN OF
MERGER

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PLAN AND AGREEMENT OF MERGER
OF MCKEE FOODS KINGMAN, INC.
WITH AND INTO
MCKEE FOODS CORPORATION

Pursuant to the provisions of the Arizona Entity Restructuring Act and the Arizona Business Corporation Act (collectively, the "AZ Act"), and the Tennessee Business Corporation Act (the "TN Act"), the undersigned corporations adopt the following Plan and Agreement of Merger ("Plan of Merger").

1. Merger. On the Effective Date, as defined in Section 4 hereof, McKee Foods Kingman, Inc., an Arizona corporation, the subsidiary corporation ("Kingman"), shall be merged into McKee Foods Corporation, a Tennessee corporation ("MFC"), the parent corporation (the "Merger"), in accordance with the provisions set forth in Section 10-1104 of the AZ Act and Section 48-21-105 of the TN Act. MFC shall be the surviving corporation and the separate corporate existence of Kingman shall cease upon the Effective Date.

2. Manner and Basis of Converting Shares. On the Effective Date, all issued and outstanding shares of Kingman owned by MFC shall be surrendered, cancelled and extinguished. All shares of MFC issued and outstanding to shareholders of MFC immediately prior to the effective date of the Merger shall continue to be issued and outstanding shares of MFC.

3. Effect of Merger. On the Effective Date: (i) the separate existence of Kingman shall cease and Kingman shall be merged with and into MFC, with the effects set forth in Section 29-2206 of the AZ Act and Section 48-21-108 of the TN Act, and MFC shall then possess all of the rights, privileges, powers, immunities, purposes and franchises, both public and private, of Kingman; (ii) title to all real estate and other property owned by Kingman shall be vested in MFC without reversion and impairment; provided that prior to the Merger all tangible property of Kingman and all employees based at its Arizona facility shall be transferred to McKee Foods Transportation, LLC; (iii) all liabilities of Kingman shall be assumed by and be the responsibility of MFC; (iv) any proceeding pending against either Kingman or MFC may be continued as if the Merger did not occur or MFC may be substituted in the proceeding for Kingman; and (v) the rights of creditors and liens upon or security interests in the property of Kingman shall not be impaired by the Merger. If at any time after the Effective Date, MFC shall determine that any further assignment or assurances are necessary or desirable to vest in MFC the title of any property or rights of Kingman, the directors and officers of Kingman on the Effective Date, or the directors and officers of MFC, shall have the authority to execute and make all such proper assignments and assurances and to take all actions and do all things necessary or proper to vest title in such property or rights in MFC and to otherwise carry out the purposes of this Plan of Merger.

4. Effective Date. As used in this Plan of Merger, the term "Effective Date" shall mean 11:59 p.m., Eastern Time, July 2, 2021.

5. Termination. This Plan of Merger may be terminated by the written agreement of the parties hereto at any time prior to the Effective Date and in such event this Plan of Merger

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shall have no further force or effect and there shall be no liability on the part of the parties hereto.

6. Board of Directors and Shareholder Approval. This Plan of Merger must be approved by the board of directors of MFC in accordance with the provisions of the TN Act, and by the voting shareholders of MFC in accordance with the provisions of its Charter and Bylaws. This Plan of Merger must be approved by the board of directors of Kingman in accordance with the provisions of the AZ Act. Pursuant to Section 48-21-105 of the TN Act and Section 10-1104 of the AZ Act, approval of the shareholders of Kingman is not required. Upon receipt of the necessary approvals, MFC and Kingman shall be authorized to execute, deliver and file with the Tennessee Secretary of State such Articles of Merger, the Statement of Merger with the Arizona Corporation Commission, and other documents as may be required to effectuate the Merger in accordance with the TN Act and the AZ Act.

7. Entire Agreement. This Plan of Merger sets forth the entire understanding of the parties hereto with respect to the subject matter of this Plan of Merger and shall constitute the entire agreement between the parties hereto with respect to those matters. This Plan of Merger may be modified or amended only by a written agreement signed by MFC and Kingman.

IN WITNESS WHEREOF, the undersigned corporations have caused this Plan and Agreement of Merger to be executed by their duly authorized officers this 14 day of June, 2021.

MCKEE FOODS CORPORATION

By: 
Mike McKee, President & CEO

MCKEE FOODS KINGMAN, INC.

By: 
Debbie McKee-Fowler, President & CEO

CERTIFICATE OF AUTHENTICITY

I, Martha Culp Millener, do hereby make oath that I am a licensed attorney and/or the custodian of the original version of the electronic document tendered for registration herewith and that this electronic document is a true and exact copy of the original document executed and authenticated according to law on 07/09/2021 (date of document).

Martha Culp Millener
Martha Culp Millener (printed name), Affiant Signature
Dated: July 9, 2021

STATE OF TENNESSEE
COUNTY OF HAMILTON

Sworn and subscribed before me this 9th day of July, 2021.

Brenda Hodges Binder
Brenda Hodges Binder (printed name), Notary Signature

My Commission Expires: 06/12/2024

