

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2012

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Heritage Breeders, LLC		12/19/2012	LIMITED LIABILITY COMPANY: MARYLAND

RECEIVING PARTY DATA	
Name:	Perdue Foods LLC
Street Address:	31149 Old Ocean City Road
City:	Salisbury
State/Country:	MARYLAND
Postal Code:	21201
Entity Type:	LIMITED LIABILITY COMPANY: MARYLAND

PROPERTY NUMBERS Total: 2		
Property Type	Number	Word Mark
Registration Number:	2770206	HERITAGE
Registration Number:	2760174	HERITAGE

CORRESPONDENCE DATA	
Fax Number:	2-23448300
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
Phone:	202-344-4000
Email:	trademarkdocket@venable.com
Correspondent Name:	Jacqueline L. Patt
Address Line 1:	VENABLE LLP
Address Line 2:	P.O. Box 34385
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20043

ATTORNEY DOCKET NUMBER:	87278-249132, 249133
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NAME OF SUBMITTER:	Jacqueline L. Patt
Signature:	/Jacqueline L. Patt/
Date:	08/21/2013
Total Attachments: 6 source=7027346-v1-Articles of Merger - Heritage into Perdue Foods#page1.tif source=7027346-v1-Articles of Merger - Heritage into Perdue Foods#page2.tif source=7027346-v1-Articles of Merger - Heritage into Perdue Foods#page3.tif source=7027346-v1-Articles of Merger - Heritage into Perdue Foods#page4.tif source=7027346-v1-Articles of Merger - Heritage into Perdue Foods#page5.tif source=7027346-v1-Articles of Merger - Heritage into Perdue Foods#page6.tif	

State of Maryland
Department of
Assessments and Taxation

Charter Division



Rosso

Martin O'Malley
Governor

Robert E. Young
Director

Paul B. Anderson
Administrator

Heritage Breeders
into Perdue Foods LLC

Date: 12/26/2012

effec 12.31.12

VENABLE LLP
ATTN ANDREA COHEN
SUITE 900
750 E. PRATT STREET
BALTIMORE MD 21202

THIS LETTER IS TO CONFIRM ACCEPTANCE OF THE FOLLOWING FILING:

ENTITY NAME : PERDUE FOODS LLC
DEPARTMENT ID : W14880488
TYPE OF REQUEST : ARTICLES OF MERGER
DATE FILED : 12-26-2012
TIME FILED : 02:45 PM
RECORDING FEE : \$100.00
EXPEDITED FEE : \$70.00
COPY FEE : \$24.00
FILING NUMBER : 1000362004207546
CUSTOMER ID : 0002853508
WORK ORDER NUMBER : 0004070088

PLEASE VERIFY THE INFORMATION CONTAINED IN THIS LETTER. NOTIFY THIS DEPARTMENT
IN WRITING IF ANY INFORMATION IS INCORRECT. INCLUDE THE CUSTOMER ID AND THE WORK
ORDER NUMBER ON ANY INQUIRIES.

Charter Division
Baltimore Metro Area (410) 767-1350
Outside Metro Area (888) 246-5941

301 West Preston Street-Room 801-Baltimore, Maryland 21201-2395
Telephone (410)767-4950 / Toll free in Maryland (888)246-5941
MRS (Maryland Relay Service) (800)735-2258 TTY/Voice- Fax (410)333-7097
Website: www.dat.state.md.us

0008037419

CACCPY

TRADEMARK
REEL: 005099 FRAME: 0054

PRINCIPAL OFFICE: 31149 OLD OCEAN CITY ROAD
SALISBURY MD 21804

RESIDENT AGENT: THE CORPORATION TRUST INCORPORATED
351 WEST CAMDEN STREET
BALTIMORE MD 21201-7912

COMMENTS:

THIS AMENDMENT RECORD INDICATES THE MERGER INVOLVING THE FOLLOWING ENTITIES:
SURVIVOR:

(W14880488) PERDUE FOODS LLC.

MERGED ENTITIES:

(W06748081) HERITAGE BREEDERS, LLC.

EFFECTIVE DATE: 12/31/2012 AT 11:59 P.M.

Effect 12.31.12

ARTICLES OF MERGER

BETWEEN

HERITAGE BREEDERS, LLC
(a Maryland limited liability company)

AND

PERDUE FOODS LLC
(a Maryland limited liability company)

THIS IS TO CERTIFY THAT:

FIRST: Heritage Breeders, LLC, a Maryland limited liability company (the "Merging Company") and Perdue Foods LLC, a Maryland limited liability company (the "Surviving Company"), agree to effect a merger of the Merging Company with and into the Surviving Company, upon the terms and conditions set forth herein (the "Merger").

SECOND: The Surviving Company was organized as a Maryland limited liability company on September 28, 2012, and is the successor company in the Merger. The principal office of the Surviving Company in the State of Maryland is located in Wicomico County.

THIRD: The Merging Company was organized as a Maryland limited liability company on April 9, 2002. The principal office of the Merging Company in the State of Maryland is located in Wicomico County. The Merging Company owns an interest in land in the following counties in Maryland: Somerset, Wicomico and Worcester.

FOURTH: The Surviving Company has one class of membership interests, representing 100% of the total percentage of membership interests which is owned by Perdue Farms Inc. prior to the Effective Time (as defined below).

FIFTH: The Merging Company has one class of membership interests representing 100% of the total percentage of membership interests which is owned by the Surviving Company.

SIXTH: At the Effective Time, the Merging Company shall be merged into the Surviving Company; and, thereupon, the Surviving Company shall possess any and all purposes and powers of the Merging Company; and all leases, licenses, property, rights, privileges and powers of the whatever nature and description of the Merging Company shall be transferred to, vested in, and devolved upon the Surviving Company, without further act or deed, subject to all of the debts and obligations of the Merging Company. Each issued and outstanding membership interest of the Merging Company, shall automatically be canceled and retired and shall cease to exist without consideration exchanged therefore. Each issued and outstanding membership interest of the Surviving Company outstanding immediately prior to the Effective Time shall remain issued and outstanding.

6273420

SEVENTH: The terms and conditions of the transaction set forth in these Articles of Merger were duly advised, authorized and approved by the Surviving Company in the manner and by the vote required by the laws of the State of Maryland and the Articles of Organization and the Operating Agreement of the Surviving Company, as follows:

The board of directors of the Surviving Company by written consent to such action signed by all the members thereof and filed with the minutes of proceedings of the board, adopted a resolution declaring that the terms and conditions of the transaction described herein were advised, authorized and approved.

EIGHTH: The terms and conditions of the transaction set forth in these Articles of Merger were duly advised, authorized and approved by the Merging Company in the manner and by the vote required by the laws of the State of Maryland and the Articles of Organization and the Operating Agreement of the Merging Company, as follows:

(a) The board of managers of the Merging Company by written consent to such action signed by all the members thereof and filed with the minutes of proceedings of the board, adopted a resolution declaring that the terms and conditions of the transaction described herein were advised, authorized and approved.

(b) A consent in writing, setting forth approval of the terms and conditions of the transaction described herein as so proposed was signed by the sole member of the Merging Company, and such consent is filed with the records of the sole member meetings of the Merging Company.

NINTH: The Merger shall be effective at 11:59 p.m. Eastern time on December 31, 2012 (the "Effective Time").

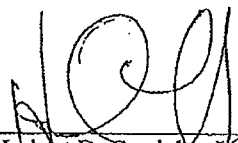
TENTH: Each undersigned President acknowledges these Articles of Merger to be the act of the respective party on whose behalf he has signed, and further, as to all matters or facts required to be verified under oath, each President acknowledges that to the best of his knowledge, information and belief, these matters and facts relating to the limited liability company on whose behalf he has signed are true in all material respects and that this statement is made under the penalties of perjury.

[SIGNATURES ON FOLLOWING PAGE]

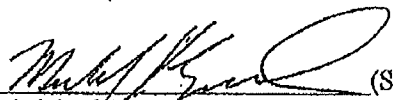
IN WITNESS WHEREOF, these Articles of Merger have been duly executed by the parties hereto this 19th day of December, 2012.

ATTEST:

HERITAGE BREEDERS, LLC
(a Maryland limited liability company)




Name: Herbert D. Frerichs, Jr.
Title: Secretary

By:  (SEAL)

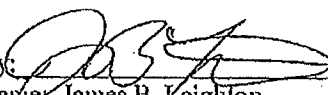
Name: Michael K. Lovengood
Title: President

ATTEST:

PERDUE FOODS LLC



Name: Herbert D. Frerichs, Jr.
Title: General Counsel and Secretary

By:  (SEAL)

Name: James B. Leighton
Title: President

CORPORATE CHARTER APPROVAL SHEET

**** EXPEDITED SERVICE** ** KEEP WITH DOCUMENT ****

DOCUMENT CODE 11 BUSINESS CODE _____

Close _____ Stock _____ Nonstock _____

P.A. _____ Religious _____

Merging (Transferor) Heritage
Breaders, LLC

W06748081

Surviving (Transferee) Perdue Foods
LLC

W14880488

Affix Barcode Label Here

Affix Barcode Label Here

New Name _____

FEES REMITTED

Base Fee: 100
Org. & Cap. Fee: _____
Expedite Fee: 70
Penalty: _____
State Recordation Tax: _____
State Transfer Tax: _____
Certified Copies
Copy Fee: 24
Certificates
Certificate of Status Fee: _____
Personal Property Filings: _____
Mail Processing Fee: _____
Other: _____

TOTAL FEES: 194

_____ Change of Name
_____ Change of Principal Office
_____ Change of Resident Agent
_____ Change of Resident Agent Address
_____ Resignation of Resident Agent
_____ Designation of Resident Agent
and Resident Agent's Address
_____ Change of Business Code
_____ Adoption of Assumed Name
_____ Other Change(s)

Credit Card _____ Check _____ Cash _____

4 Documents on 1 Checks

Code 063
Attention: Andrea Cohen

Mail: Name and Address

Approved By: A.OC

Keyed By: _____

COMMENT(S):

Effective Date:
12/31/12 at 11:59pm

Stamp Work Order and Customer Number HERE