

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/16/2013

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
JFC Inc.		12/16/2013	CORPORATION: MINNESOTA

RECEIVING PARTY DATA

Name:	JFC LLC
Street Address:	4150 2nd Street South
Internal Address:	Suite 200
City:	St. Cloud
State/Country:	MINNESOTA
Postal Code:	56302
Entity Type:	CORPORATION: MINNESOTA

PROPERTY NUMBERS Total: 23

Property Type	Number	Word Mark
Registration Number:	3515381	GOLD'N PLUMP
Registration Number:	2175760	GOLD'N PLUMP MARINADES
Registration Number:	1907507	GOLD'N PLUMP PREMIUM SELECTS
Registration Number:	2992072	IT'S NO ORDINARY CHICKEN
Registration Number:	1506178	GOLD'N PLUMP
Registration Number:	3724430	GO MINIMAL
Registration Number:	3655877	JUST BARE
Registration Number:	3821488	SUNNY ROOST
Registration Number:	1188821	GOLD 'N PLUMP
Serial Number:	85278825	GNP COMPANY
Serial Number:	85292741	GNP COMPANY
Registration Number:	4232324	GROW'N UP GOLD'N

CH \$590.00 3515381

Registration Number:	4118687	JUST BARE
Serial Number:	85507565	JUST BARE
Serial Number:	85772910	
Serial Number:	85772920	GOLD'N PLUMP
Serial Number:	85772891	COOPER
Serial Number:	85886293	GOOD CHICKEN IS OUR MISSION
Serial Number:	85886307	THE MOM SQUAD
Serial Number:	85914733	THE MOM SQUAD
Serial Number:	85914759	JUST DISH
Serial Number:	86087991	GOLD'N PLUMP
Registration Number:	1833947	NORTH COUNTRY FARMS

CORRESPONDENCE DATA

Fax Number: 6129778650
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 6129778400
Email: ip@briggs.com
Correspondent Name: Briggs and Morgan, P.A.
Address Line 1: 80 South Eighth Street
Address Line 2: 2200 IDS Center
Address Line 4: Minneapolis, MINNESOTA 55402

ATTORNEY DOCKET NUMBER:	19756.00000
NAME OF SUBMITTER:	Daniel A. Rosenberg
Signature:	/Daniel A. Rosenberg/
Date:	02/14/2014

Total Attachments: 8
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ARTICLES OF MERGER

JFC INC.
(a Minnesota corporation)

with and into

VIKING MERGER SUB, LLC
(a Minnesota limited liability company)

Pursuant to Minnesota Statutes Sections 302A.601 et seq. and Minnesota Statutes Section 322B.70 et seq., JFC Inc., a Minnesota corporation (the "**Merging Corporation**"), and Viking Merger Sub, LLC, a Minnesota limited liability company (the "**Surviving Company**" and together with the Merging Corporation, the "**Constituent Entities**"), hereby adopt the following Articles of Merger:

1. The plan of merger attached hereto as **Exhibit A** (the "**Plan of Merger**") provides for the merger of the Merging Corporation with and into the Surviving Company.

2. The Plan of Merger has been approved by the Board of Governors and sole Member of the Surviving Company in accordance with Minnesota Statutes Section 322B.72 and by the Board of Directors and Shareholders of the Merging Corporation in accordance with Minnesota Statutes Section 302A.613.

3. The name of the Surviving Company is JFC LLC and the Articles of Organization of the Surviving Company will be amended by virtue of the merger provided for in the Plan of Merger by amending Article I of the Articles of Organization of the Surviving Company, as follows:

"Article I – Name of Limited Liability Company: JFC LLC."

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, these Articles of Merger have been executed by each of the
Constituent Entities on December 16, 2013.

JFC INC.

By: Donald P. Helgeson
Name: Donald P. Helgeson
Its: President

VIKING MERGER SUB, LLC

By: _____
Name: _____
Its: _____

[SIGNATURE PAGE TO ARTICLES OF MERGER]

IN WITNESS WHEREOF, these Articles of Merger have been executed by each of the
Constituent Entities on December 16, 2013.

JFC INC.

By: _____
Name: _____
Its: _____

VIKING MERGER SUB, LLC

By: _____
Name: _____
Its: _____

[SIGNATURE PAGE TO ARTICLES OF MERGER]

EXHIBIT A
PLAN OF MERGER

[See attached]

PLAN OF MERGER

THIS PLAN OF MERGER (the "**Plan of Merger**") is dated as of December 16, 2013, by and between JFC Inc., a Minnesota corporation (the "**Merging Corporation**"), and Viking Merger Sub, LLC, a Minnesota limited liability company (the "**Surviving Company**") and together with the Merging Corporation, the "**Constituent Entities**").

WHEREAS, the Constituent Entities have entered into an Agreement and Plan of Merger, dated as of November 21, 2013 (the "**Merger Agreement**"), setting forth certain representations, warranties and agreements with respect to the merger of the Merging Corporation with and into the Surviving Company (the "**Merger**"); and

WHEREAS, the Merger has been duly approved and adopted by the Constituent Entities in the manner prescribed by the Minnesota Business Corporation Act and the Minnesota Limited Liability Company Act (collectively the "**Acts**");

NOW, THEREFORE, in order to set forth (i) the terms and conditions of the Merger, (ii) the mode for carrying the same into effect, (iii) the manner of converting the outstanding shares of the Merging Corporation, and (iv) such other provisions as are deemed necessary or desirable; and in consideration of the premises and the representations, warranties and agreements contained herein and in the Merger Agreement, the parties hereto agree as follows:

1. **The Merger.** At the Effective Time (as defined in Section 2 below), in accordance with the provisions of the Merger Agreement and the Acts, the Merging Corporation shall be merged into the Surviving Company. On the Effective Date, the separate existence of the Merging Corporation shall cease and the Surviving Company shall continue as the surviving company and shall succeed to and assume all the rights and obligations of the Merging Corporation in accordance with the Acts.

2. **Effective Time of Merger.** The Merger shall be effective at 11:59 p.m. on the date that the Articles of Merger shall have been accepted for filing by the Minnesota Secretary of State (the "**Effective Time**").

3. **Effects of Merger on Articles of Organization, Operating Agreement, Board of Governors, Managers and Officers.**

(a) At the Effective Time, the articles of organization of the Surviving Company, as in effect immediately prior to the Effective Time, shall be the articles of organization of the Surviving Company; provided that the articles of organization of the Surviving Company will be amended by virtue of the Merger provided for in this Plan of Merger by amending Article I of the articles of organization of the Surviving Company, as follows:

"Article I – Name of Limited Liability Company: JFC LLC."

Thereafter, the articles of organization may be further amended or repealed in accordance with their terms and as provided by law.

(b) At the Effective Time, the operating agreement of the Surviving Company as in effect immediately prior to the Effective Time shall be the operating agreement of the Surviving Company. Thereafter, the operating agreement may be amended or repealed in accordance with their terms, the articles of organization of the Surviving Company and as provided by law.

(c) At the Effective Time, the governors, managers and officers of the Surviving Company shall continue in office as the governors, managers and officers of the Surviving Company. Such governors, managers and officers shall hold office in accordance with and subject to the articles of organization and operating agreement of the Surviving Company.

(d) The name of the Surviving Company after the Effective Time will be JFC LLC.

4. **Conversion and Exchange of Stock**. As of the Effective Time, by virtue of the Merger, the Surviving Company or holders of any shares of stock of the Merging Corporation:

(a) Each membership unit of the Surviving Company that is issued and outstanding immediately prior to the Effective Time shall remain outstanding and unchanged by reason of the Merger, as one fully paid and nonassessable membership unit of the Surviving Company.

(b) At and upon the Effective Time, each share of capital stock of the Merging Corporation that is issued and outstanding immediately prior to the Effective Time (each, a "Company Common Share") will, by virtue of the Merger and without any action on the part of The Kaskaskia Group, LLC, an Illinois limited liability company, the Surviving Company, the Merging Corporation, or the shareholders of the Merging Corporation, be cancelled and extinguished and each Company Common Share (other than Dissenting Company Common Shares (as such term is defined in the Merger Agreement) will be converted into the right to receive the Per Share Amount (as such term is defined in the Merger Agreement) in cash, payable in accordance with and subject to the conditions on payment as provided in **Article 3** of the Merger Agreement. Dissenting Company Common Shares will be converted into the right to receive the consideration set forth in **Section 3.8** of the Merger Agreement.

(c) Each share of capital stock of the Merging Corporation held in the treasury of the Merging Corporation immediately prior to the Effective Time will be cancelled and extinguished without any conversion thereof, and no payment will be made with respect thereto.

5. **Miscellaneous**.

(a) **Termination**. This Plan of Merger may be terminated and abandoned by action of the Board of Directors and Board of Governors of the parties hereto at any time prior to the Effective Time of the Merger, whether before or after approval by the shareholders and members of the Constituent Entities.

(b) Amendment. This Plan of Merger may be amended only by a writing signed by all Constituent Entities.

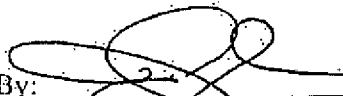
(c) Counterparts. This Plan of Merger may be executed in two or more counterparts, each of which shall be deemed an original but all of which shall constitute but one agreement.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, each of the parties hereto, pursuant to authority duly granted by their respective Board of Directors or Board of Governors, as applicable, has caused this Plan of Merger to be executed as of the date set forth above.

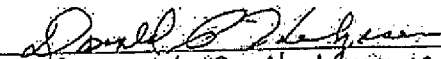
SURVIVING COMPANY:

VIKING MERGER SUB, LLC

By: 
Name: _____
Its: _____

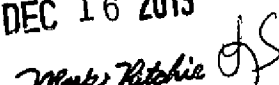
MERGING CORPORATION:

JFC INC.

By: 
Name: Donald P. Helgeson
Its: President

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

DEC 16 2013


Secretary of State

[SIGNATURE PAGE TO PLAN OF MERGER]