

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM311027

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Darling International, Inc.		05/06/2014	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Darling Ingredients Inc.		
<b>Street Address:</b>	251 O'Connor Ridge Boulevard		
<b>Internal Address:</b>	Suite 300		
<b>City:</b>	Irving		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	75038		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 9</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	86191846	DARLING INGREDIENTS	
<b>Serial Number:</b>	86191859	DARLING INGREDIENTS	
<b>Serial Number:</b>	86191878	DARLING INGREDIENTS	
<b>Serial Number:</b>	86191797	DARLING INGREDIENTS	
<b>Serial Number:</b>	86191820	DARLING INGREDIENTS	
<b>Serial Number:</b>	86191828	DARLING INGREDIENTS	
<b>Serial Number:</b>	86192826	DARLING INGREDIENTS INC.	
<b>Serial Number:</b>	86192845	DARLING INGREDIENTS INC.	
<b>Serial Number:</b>	86192859	DARLING INGREDIENTS INC.	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3128278185		
<i>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.</i>			
<b>Phone:</b>	312-807-4350		
<b>Email:</b>	chicago.trademarks@klgates.com, sana.hakim@klgates.com		
<b>Correspondent Name:</b>	Sana Hakim c/o K&L Gates LLP		
<b>Address Line 1:</b>	P.O. Box 1135		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60690-1135		
<b>NAME OF SUBMITTER:</b>	Sana Hakim		

CH \$240.00 86191846

<b>SIGNATURE:</b>	/sh/
<b>DATE SIGNED:</b>	07/17/2014
<b>Total Attachments: 3</b> source=Darling Amendment#page1.tif source=Darling Amendment#page2.tif source=Darling Amendment#page3.tif	

# Delaware

PAGE 1

*The First State*

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 AMENDMENT OF "DARLING INTERNATIONAL INC.", CHANGING ITS NAME FROM "DARLING INTERNATIONAL INC." TO "DARLING INGREDIENTS INC.", FILED IN THIS OFFICE ON THE SIXTH DAY OF MAY, A.D. 2014, AT 11:57 O'CLOCK A.M.

0591718 8100

140570728

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1347743

DATE: 05-06-14

TRADEMARK  
REEL: 005324 FRAME: 0412

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 11:57 AM 05/06/2014  
FILED 11:57 AM 05/06/2014  
SRV 140570498 - 0591718 FILE

**CERTIFICATE OF AMENDMENT  
OF  
RESTATED CERTIFICATE OF INCORPORATION  
OF  
DARLING INTERNATIONAL INC.**

May 6, 2014

Darling International Inc., a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), and by virtue of the General Corporation Law of the State of Delaware (as amended and supplemented from time to time, the "Act"), hereby certifies as follows:

1. The name of the Corporation is Darling International Inc.

2. The Board of Directors of the Corporation (the "Board"), acting in accordance with the provisions of Sections 141 and 242 of the Act, duly adopted resolutions setting forth a proposed amendment to the Restated Certificate of Incorporation of the Corporation, as amended (the "Restated Certificate"), declaring such amendment to be advisable and directing that such amendment be considered at the next annual meeting of the stockholders of the Corporation.

The resolutions adopted by the Board set forth that the Restated Certificate shall be amended by amending and restating Article One in its entirety so that, as amended, Article One shall read as follows:

"The name of the Corporation is Darling Ingredients Inc."

3. A brief summary of the changes to be effected by this Certificate of Amendment of Restated Certificate of Incorporation was submitted to the stockholders of the Corporation entitled to vote in respect of the amendment described herein at the annual meeting of the stockholders and was approved by the required vote of the stockholders of the Corporation in accordance with Sections 216 and 242 of the Act.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Amendment of Restated Certificate of Incorporation of the Corporation as of the date first written above.

By: /s/ John F. Sterling  
John F. Sterling  
Executive Vice President,  
General Counsel and Secretary