FORM PTO-1594 (Modified)
(Rev. 6/93)
OMB No. 0651-0011 (exp.4/94)
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TM05/REV03

03-05-1999

100979496

Docket No.: 2023301-0006

Tab settings

To the Honorable Commissioner of Pate... record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Fresh Foods, Inc.

- ☐ Individual(s)
- ☐ Association
- ☐ General Partnership
- ☐ Limited Partnership
- ☒ Corporation-State **North Carolina**
- ☐ Other

Additional names(s) of conveying party(ies) ☐ Yes ☒ No

2. Name and address of receiving party(ies):

Name: **Fresh Foods Properties, LLC**

Internal Address:

Street Address: **3437 East Main Street**

City: **Claremont** State: **NC** ZIP: **28610**

- ☐ Individual(s) citizenship
- ☐ Association
- ☐ General Partnership
- ☐ Limited Partnership
- ☐ Corporation-State
- ☒ Other **Limited Liability Company (North Carolina)**

If assignee is not domiciled in the United States, a domestic designation is ☐ Yes ☒ N

(Designations must be a separate document from Additional name(s) & address(es) ☐ Yes ☒ N

3. Nature of conveyance: 3-1-99

- ☒ Assignment
- ☐ Merger
- ☐ Security Agreement
- ☐ Change of Name
- ☐ Other

Execution Date: **September 5, 1998**

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,272,996	1,065,988	1,071,065
1,341,236	1,335,749	1,341,238
1,095,364	1,146,516	1,802,454

Additional numbers ☐ Yes ☒ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: **Anjanette Plichta Stinson**

Internal Address: **McGuire, Woods, Battle & Boothe LLP**

One James Center

Street Address: **901 East Cary Street**

City: **Richmond** State: **VA** ZIP: **23219**

6. Total number of applications and registrations involved:..... **9**

7. Total fee (37 CFR 3.41):.....$ **$240.00**

- ☒ Enclosed
- ☐ Authorized to be charged to deposit account

8. Deposit account number:

13-0437

DO NOT USE THIS SPACE

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01 FC:481 40.00 OP
02 FC:482 200.00 OP

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Anjanette Plichta Stinson — Name of Person Signing

Anjanette Plichta Stinson — Signature

February 25, 1999 — Date

Total number of pages including cover sheet, attachments, and

TRADEMARK

MARK	SERIAL NUMBER	REGISTRATION NUMBER
FLUFFY and Design	73/411,034	1,272,996
MOM 'N' POP'S	73/102,603	1,065,988
MOM 'N' POP'S	73/102,602	1,071,065
MOM 'N' POP'S	73/455,993	1,341,236
MOM 'N' POP'S and Design	73/457,697	1,335,749
MOM 'N' POP'S and Design	73/457,698	1,341,238
MOM 'N' POP'S and Design	73/121,892	1,095,364
MOM'S KITCHEN	73/207,212	1,146,516
MOM 'N' POP'S BUFFET & BAKERY and Design	73/364,815	1,802,454

TRADEMARK AND SERVICE MARK ASSIGNMENT

WHEREAS, Fresh Foods, Inc., formerly known as WSMP, Inc., a corporation duly organized and existing under the laws of the State of North Carolina and having its principal office at 3437 East Main Street, Claremont, North Carolina 28610, United States of America, hereinafter referred to as "ASSIGNOR," has adopted and is using the marks listed on Schedules A and B attached hereto and incorporated by reference herein, as well as any and all related registered, pending, or common law marks used by ASSIGNOR in its manufacturing operations (the "Marks"). ASSIGNOR is the owner of such Marks, together with the goodwill of the business in connection with which the Marks have been used (the "Goodwill").

WHEREAS, Fresh Foods Properties, LLC , a limited liability company duly organized and existing under the laws of the State of North Carolina and having its principal office at 3437 East Main Street, Claremont, North Carolina 28610, United States of America, hereinafter referred to as "ASSIGNEE," desires to acquire the Marks, together with the Goodwill.

WHEREAS, ASSIGNOR desires to assign the Marks to ASSIGNEE as a capital contribution from ASSIGNOR, the parent corporation, to its subsidiary.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR has agreed to and has hereby assigned to ASSIGNEE and its successors and assigns ASSIGNOR's entire right, title and interest in and to the Marks and the Goodwill, to be held and enjoyed by ASSIGNEE for its own use and benefit and for the use and benefit of its subsidiaries, licensees, successors, assigns and legal representatives, for the full extent of the lives of the Marks, to be used as fully and entirely as such rights would have been held and enjoyed by ASSIGNOR had this Assignment not been made.

ASSIGNOR covenants that ASSIGNOR is the owner of the Marks, that ASSIGNOR has full power to make this Assignment and that ASSIGNOR agrees to execute such further assignments and related documents with respect to the Marks and the Goodwill as ASSIGNEE shall reasonably request.

IN WITNESS WHEREOF, ASSIGNOR has caused this Assignment to be executed by its duly authorized officer, to be effective as of 11:59 p.m. on the 5th day of September, 1998.

FRESH FOODS, INC.

successor in interest to WSMP, INC., by name change

Matthew V. Hollifield

Vice-President

State of North Carolina,
City/County of Catawba:

On this 14th day of September, 1998, before me personally appeared Matthew V. Hollifield, to me known to be the Vice-President of Fresh Foods, Inc., a North Carolina corporation, on whose behalf he executed the foregoing instrument, and acknowledged that he executed the same as his free act and deed.

My commission expires: 7-28-02

Amy M Howard
Notary Public

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Schedule A

United States Trademarks and Service Marks		
Mark	Serial or Registration Number	Description of Goods
'FLUFFY' and Design	1,272,996	Frozen and unfrozen meat filled biscuits
MOM 'N' POP'S	1,341,236	Biscuits
MOM 'N' POP'S	1,071,065	Cured ham, sliced ham and a combination package consisting of frozen cured ham and biscuits
MOM 'N' POP'S and Design	1,341,238	Biscuits
MOM 'N' POP'S and Design	1,335,749	Biscuit sandwiches comprising alone or in combination dairy goods and pork, namely, sausage, ham, bacon, eggs or cheese
MOM 'N' POP'S and Design	1,095,364	Cured ham, sliced ham and frozen cured ham
Mark	Serial or Registration Number	Description of Services
MOM'S KITCHEN	1,146,516	Restaurant services
MOM 'N' POP'S	1,065,988	Restaurant services
MOM 'N' POP'S and Design	1,095,528	Restaurant services
MOM 'N' POP'S BUFFET AND BAKERY and Design	1,802,454	Restaurant services

Schedule B

State Trademarks and Service Marks			
Mark	State	Serial or Registration Number	Description of Services
MOM 'N' POP'S and Design	North Carolina	237	Restaurant services
MOM 'N' POP'S BUFFET & BAKERY	North Carolina	10,654	Sale of franchises for Mom 'N' Pop's Buffet & Bakery restaurants and food services for on or off premises consumption
MOM 'N' POP'S BUFFET & BAKERY and Design	Florida	T,931,247	Sale of franchises for Mom 'N' Pop's Buffet & Bakery restaurants, and food services for on or off premises consumption
MOM 'N' POP'S BUFFET & BAKERY and Design	Georgia	S13,027	Sale of franchises for Mom 'N' Pop's Buffet & Bakery restaurants
MOM 'N' POP'S BUFFET & BAKERY and Design	South Carolina	930,902	Sale of franchises for Mom 'N' Pop's Buffet & Bakery restaurants, and food services for on or off premises consumption