

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                       |  |
|-----------------------|--|
| SUBMISSION TYPE:      | NEW ASSIGNMENT                               |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL |

**CONVEYING PARTY DATA**

| Name                            | Formerly | Execution Date | Entity Type               |
|---------------------------------|----------|----------------|---------------------------|
| South Mill Mushroom Sales, Inc. |          | 06/09/2006     | CORPORATION: PENNSYLVANIA |

**RECEIVING PARTY DATA**

|                 |                                 |
|-----------------|---------------------------------|
| Name:           | Broad Run Holdings, Inc.        |
| Street Address: | 222 Delaware Avenue, 10th Floor |
| City:           | Wilmington                      |
| State/Country:  | DELAWARE                        |
| Postal Code:    | 19801                           |
| Entity Type:    | CORPORATION: DELAWARE           |

**PROPERTY NUMBERS Total: 6**

| Property Type        | Number  | Word Mark  |
|----------------------|---------|--|
| Registration Number: | 1503185 | SM MS SOUTH MILL MUSHROOM SALES                                  |
| Registration Number: | 1661013 | SOUTH MILL   |
| Registration Number: | 2180292 | SELECT SOILS   |
| Registration Number: | 2280054 | ON THE MENU  |
| Registration Number: | 2620591 | SOUTH MILL GROWING AND DISTRIBUTING MUSHROOMS, PRODUCE AND MORE! |
| Registration Number: | 2729847 | MAKE IT WITH MUSHROOMS   |

**CORRESPONDENCE DATA**

Fax Number: (717)237-5300  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 717-232-8000  
 Email: trademarks@mwn.com  
 Correspondent Name: Sue Heberlig  
 Address Line 1: 100 Pine Street  
 Address Line 4: Harrisburg, PENNSYLVANIA 17108

OP \$165.00 1503185

|  |                |
|--|----------------|
| ATTORNEY DOCKET NUMBER:  | 356/15811-0001 |
| NAME OF SUBMITTER:   | Sue Heberlig   |
| Signature:   | /SueHeb/       |
| Date:  | 06/15/2006     |
| Total Attachments: 2<br>source=a801019#page1.tif<br>source=a801019#page2.tif |                |

## TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT made as of the 9<sup>th</sup> day of June, 2006 by and between **South Mill Mushroom Sales, Inc.** (the "Assignor"), a Pennsylvania corporation having its principal place of business at **649 W. South Street, Kennett Square, Pennsylvania 19318**, and **Broad Run Holdings, Inc.** (the "Assignee"), a Delaware corporation having its principal place of business at **222 Delaware Avenue, 10<sup>th</sup> Floor, Wilmington, Delaware 19801**.


Assignor is the owner of trademarks and trademark registrations listed on Schedule "A" attached hereto; and

Assignor has elected to transfer all of its right, title, and interest in and to those trademarks and trademark registrations to Assignee.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, and intending to be legally bound hereby, Assignor hereby sells, assigns, and transfers unto Assignee the entire right, title and interest in and to those trademarks and trademarks registrations listed on Schedule "A" hereto, together with the goodwill of the business symbolized by the trademarks and trademark registrations, together with all claims for damages by reason of past infringement of said trademarks, with the right to sue for and collect the same for its own use and enjoyment, and for the use and enjoyment of its successors, assigns, or other legal representatives.

IN WITNESS WHEREOF, the Assignor has caused this Trademark Assignment to be duly executed by its duly authorized officer as of the date set forth above.

SOUTH MILL MUSHROOM SALES, INC.

  
\_\_\_\_\_  
John J. Pia  
President

**SCHEDULE A**

| <u>Trademark</u>   | <u>Registration Number</u> |
|--|----------------------------|
| <b>SMMS SOUTH MILL<br/>MUSHROOM Sales and Design</b>                                     | 1,503,185                  |
| <b>SOUTH MILL</b>  | 1,661,013                  |
| <b>SELECT SOILS</b>  | 2,180,292                  |
| <b>ON THE MENU</b>   | 2,280,054                  |
| <b>SOUTH MILL GROWING AND<br/>DISTRIBUTING MUSHROOMS,<br/>PRODUCE AND MORE! Stylized</b> | 2,620,591                  |
| <b>MAKE IT WITH MUSHROOMS</b>  | 2,729,847                  |