

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
NSPIRED NATRUAL FOODS, INC.		02/09/2007	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	UNITED NATURAL FOODS, INC.		
<b>Street Address:</b>	260 Lake Road		
<b>City:</b>	Dayville		
<b>State/Country:</b>	CONNECTICUT		
<b>Postal Code:</b>	06241-0999		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	75493862	COOL FRUITS	
<b>Serial Number:</b>	75331482	COOL FRUITS	
<b>Serial Number:</b>	75288769	COOL FRUITS	
<b>Registration Number:</b>	2611611	AH! LASKA	
<b>Registration Number:</b>	1831483	COOL FRUITS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(202)942-5999		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	202-943-5000		
<b>Email:</b>	TrademarkDocketing@aporter.com		
<b>Correspondent Name:</b>	ARNOLD & PORTER LLP		
<b>Address Line 1:</b>	555 12th Street, N.W.		
<b>Address Line 2:</b>	Trademark Docketing		
<b>Address Line 4:</b>	Washington, DISTRICT OF COLUMBIA 20004		
<b>ATTORNEY DOCKET NUMBER:</b>	19343.001		

CH \$140.00 75493862

NAME OF SUBMITTER:	Melissa Cross
Signature:	/Melissa Cross/
Date:	02/20/2007
Total Attachments: 3 source=CoolFruits.Applications.Assignment#page1.tif source=CoolFruits.Registration.Assignment#page1.tif source=AhLaska.Assignment#page1.tif	

**TRADEMARK ASSIGNMENT**

This Assignment is made effective as of the 9th day of February, 2007 between NSPIRED NATURAL FOODS, INC., a Delaware corporation, and UNITED NATURAL FOODS, INC., a Delaware corporation ("Assignee").

WHEREAS, Assignor owns the following trademarks and the corresponding United States application therefor, (collectively, the "Marks"):

<u>Trademark</u>	<u>Serial Number</u>
COOL FRUITS	75/493,862
COOL FRUITS	75/331,482
COOL FRUITS	75/288.769

together with the goodwill of the business symbolized thereby;

WHEREAS, Assignee desires to acquire all of Assignor's right, title and interest in and to the Marks, together with the goodwill symbolized thereby; and

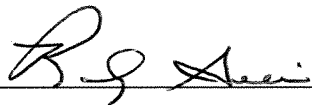
WHEREAS, Assignor has agreed to assign and transfer to Assignee all right, title and interest owned by Assignor in the Marks , together with the goodwill symbolized thereby.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are acknowledged, and intending to be legally bound hereby, Assignor hereby assigns, transfers, conveys and grants to Assignee all right, title, and interest now owned and possessed by Assignor in and to the Marks along with the goodwill symbolized by the Marks.

This Assignment shall be binding upon and inure to the benefit of Assignor and Assignee and their respective successors in interest and assigns.

IN WITNESS WHEREOF, Assignor has executed this Assignment effective as of the date first specified above.

NSPIRED NATURAL FOODS, INC.

  
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Signature

Name (print): Randy Sieve

Title: Chief Financial Officer

Date: February 9, 2007

## TRADEMARK ASSIGNMENT

This Assignment is made effective as of the 9th day of February, 2007 between NSPIRED NATURAL FOODS, INC., a Delaware corporation, and UNITED NATURAL FOODS, INC., a Delaware corporation ("Assignee").

WHEREAS, Assignor owns all right, title, and interest in and to the trademark COOL FRUITS and corresponding U.S. Registration No. 1,831,483 (the "Mark"), together with the goodwill of the business symbolized thereby;

WHEREAS, Assignee desires to acquire all of Assignor's right, title and interest in and to the Mark, together with the goodwill symbolized thereby; and

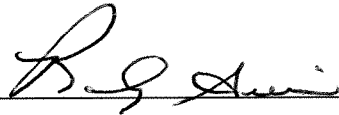
WHEREAS, Assignor has agreed to assign and transfer to Assignee all right, title and interest owned by Assignor in the Mark, together with the goodwill symbolized thereby.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are acknowledged, and intending to be legally bound hereby, Assignor hereby assigns, transfers, conveys and grants to Assignee all right, title, and interest now owned and possessed by Assignor in and to the Mark along with the goodwill symbolized by the Mark.

This Assignment shall be binding upon and inure to the benefit of Assignor and Assignee and their respective successors in interest and assigns.

IN WITNESS WHEREOF, Assignor has executed this Assignment effective as of the date first specified above.

NSPIRED NATURAL FOODS, INC.



Signature

Name (print): Randy Sieve

Title: Chief Financial Officer

Date: February 9, 2007

**TRADEMARK ASSIGNMENT**

This Assignment is made effective as of the 9th day of February, 2007 between NSPIRED NATURAL FOODS, INC., a Delaware corporation, and UNITED NATURAL FOODS, INC., a Delaware corporation ("Assignee").

WHEREAS, Assignor owns all right, title, and interest in and to the trademark AH! LASKA and corresponding U.S. Registration No. 2,611,611 (the "Mark"), together with the goodwill of the business symbolized thereby;

WHEREAS, Assignee desires to acquire all of Assignor's right, title and interest in and to the Mark, together with the goodwill symbolized thereby; and

WHEREAS, Assignor has agreed to assign and transfer to Assignee all right, title and interest owned by Assignor in the Mark , together with the goodwill symbolized thereby.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are acknowledged, and intending to be legally bound hereby, Assignor hereby assigns, transfers, conveys and grants to Assignee all right, title, and interest now owned and possessed by Assignor in and to the Mark along with the goodwill symbolized by the Mark.

This Assignment shall be binding upon and inure to the benefit of Assignor and Assignee and their respective successors in interest and assigns.

IN WITNESS WHEREOF, Assignor has executed this Assignment effective as of the date first specified above.

NSPIRED NATURAL FOODS, INC.

  
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Signature

Name (print): Randy Sieve

Title: Chief Financial Officer

Date: February 9, 2007