

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
Foodtrust of Prince Edward Island Ltd.		12/15/2008	CORPORATION: PRINCE EDWARD ISLAND
RECEIVING PARTY DATA			
Name:	Food Trust 2008 Ltd.		
Street Address:	c/o Mid-Isle Farms Inc., P.O. Box 30		
City:	Albany		
State/Country:	PRINCE EDWARD ISLAND		
Postal Code:	C0B 1A0		
Entity Type:	CORPORATION: PRINCE EDWARD ISLAND		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3184155		
CORRESPONDENCE DATA			
Fax Number:	(902)436-5063		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	9024364851		
Email:	jonathan.greenan@mcinnescooper.com		
Correspondent Name:	Jonathan Greenan c/o McInnes Cooper		
Address Line 1:	494 Granville Street, P.O. Box 1570		
Address Line 4:	Summerside, PRINCE EDWARD ISLAND C1N 4K4		
NAME OF SUBMITTER:	Jonathan Greenan		
Signature:	/Jonathan Greenan/		
Date:	03/17/2009		

OP \$40.00 3184155

Total Attachments: 11

900129555

**TRADEMARK
 REEL: 003954 FRAME: 0089**

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ASSIGNMENT OF TRADE MARK

Assignment of Trade Mark dated the 15th day of December, 2008, between Foodtrust of Prince Edward Island Ltd., as the ("Assignor") and Food Trust 2008 Ltd. as the ("Assignee").

RECITALS:

- a) Pursuant to an asset purchase agreement dated the 15th day of December, 2008, (the "Asset Purchase Agreement") among the Assignor, and the Assignee. The Assignor has agreed to sell to the Assignee all of its undertaking, property and assets, all as more particularly described in the Asset Purchase Agreement; and
- b) The Assignor has agreed to assign to the Assignee all its right, title and interest in and to the Trade Mark (as hereinafter defined).

In consideration of the foregoing and the mutual agreements contained herein (the receipt and adequacy of which are acknowledged), the parties agree as follows:

SECTION 1 ASSIGNMENT

The Assignor sells, assigns, transfers and sets over to the Assignee all of the Assignor's right, title and interest in and to the trade mark, which is registered or for which registration is applied for in the United States Patent and Trademark Office, as set forth in Schedule "A" (the "Trade Mark"), together with all benefits of the registrations or applications for registration and all right, title and interest in and to any renewals and extensions that may be granted, and together also with all goodwill arising from all use for the Trade Mark before and after registration and any other benefit to be derived therefrom, and including all right, interest, choses in action and rights of recovery and damages for past infringement.

SECTION 2 REGISTRATION

The Assignor consents to an application to the Registrar of Trade Marks for recognition of this transfer.

SECTION 3 FURTHER ASSURANCES

The Assignor covenants with the Assignee that it will from, time to time, make, do and execute or cause to be made, done and executed all such further acts, deeds, assurances or things as may reasonably be required by the Assignee for more effectually and completely implementing or carrying out this assignment or for the purpose of registration or otherwise.

SECTION 4 ADDRESSES FOR NOTICES

The Assignee, the full post office address of whose principal office or place of business is c/o Mid-Isle Farms Inc., Albany, Prince Edward Island C0B 1A0, Canada, appoints Key, McKnight & Maynard, whose full post office address in Canada is 494 Granville Street, PO Box 1570, Summerside, Prince Edward Island, C1N 4K4, as the firm to whom any notice in respect of the application or registration of or relating to the Trade Mark may be sent, and on whom service of any proceedings in respect of such application or registration may be given or served with the same effect as if they had been given to or served on the Assignee.

SECTION 5 SUCCESSORS AND ASSIGNS

This assignment shall endure to the benefit of the Assignee and its successors and assigns and shall be binding upon the Assignor and its successors and assigns.

SECTION 6 GOVERNING LAW

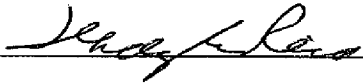
This assignment shall be governed by and interpreted and enforced in accordance with the laws of the Province of Prince Edward Island and the federal laws of Canada applicable therein.

SECTION 7 COUNTERPARTS

This assignment may be executed in any number of counterparts and all such counterparts taken together shall be deemed to constitute one and the same instrument.


IN WITNESS WHEREOF the corporate seal of the said Foodtrust of Prince Edward Island Ltd. was hereunto affixed, duly authenticated by its proper signing officer on the day and year first above written.

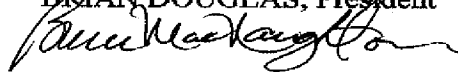
SIGNED, SEALED AND DELIVERED
in the presence of:



FOODTRUST OF PRINCE EDWARD
ISLAND LTD.

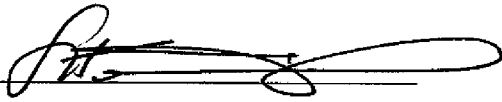
Per:



BRIAN DOUGLAS, President


IN WITNESS WHEREOF the corporate seal of the said Food Trust 2008 Ltd. was hereunto affixed, duly authenticated by its proper signing officer on the day and year first above written.

SIGNED, SEALED AND DELIVERED
in the presence of:



FOOD TRUST 2008 LTD.

Per:



BERTRAM WEBSTER, President

SCHEDULE "A"

TRADE MARK	APPLICATION / REGISTRATION NO.	APPLICATION / REGISTRATION DATE
American	3,184,155	December 12, 2006

Int. Cls.: 29, 30, and 31

Prior U.S. Cls.: 1 and 46

Reg. No. 3,184,155

Registered Dec. 13, 2006

United States Patent and Trademark Office

TRADEMARK
PRINCIPAL REGISTER



FOODTRUST OF PRINCE EDWARD ISLAND
LTD. (CANADA CORPORATION)
119 KENT STREET, SUITE 620
CHARLOTTETOWN
IN THE PROVINCE OF PRINCE EDWARD ISLAND,
CANADA C1A1N3

FOR: PROCESSED OR SEASONED MEAT AND
MEAT PRODUCTS, NAMELY, PORK, PREPARED
MEATS NAMELY, DELI MEATS, PIPERONI SAL-
AMI, BOLOGNA, PATE, MINCED MEAT, PASTEN,
CANNED DRIED, MIXED AND PROCESSED VE-
GETABLES, ROAST POTATOK, LARD AND HER-
BELL VEGETABLE OILS, DRY SOUP MIXES, IN
CLASS 29 (U.S. CL. 46)

FIRST USE 11-30-2003; IN COMMERCE 11-30-2003

FOR: SALT, NAMELY SEA SALT; PROCESSED
SAUCES, NAMELY KETCHUP, AND HERBAL SAUCES;

SPICE BLENDS; SPICES, NAMELY, BEEF AND
PORK SPICE RUB; PROCESSED GINSENG USED
AS AN HERB, SUGAR OR FLAVORING, NAMELY
GINSENG NOOTER HERBAL TEA FOR FOOD RUB-
POSES, IN CLASS 30 (U.S. CL. 46)

FIRST USE 11-30-2003; IN COMMERCE 11-30-2003

FOR: FRESH VEGETABLES, FRESH HERBS, IN
CLASS 31 (U.S. CLS. 1 AND 46)

FIRST USE 11-30-2003; IN COMMERCE 11-30-2003

PRIORITY CLAIMED UNDER SEC. 1402 ON
CANADA APPLICATION NO. 1117481 FILED 04-
2004, REG. NO. 12408276, DATED 1-17-2005, EX-
PIRES 1-17-2021.

EX-117-2005, FILED 11-19-2001

AFFIDAVIT OF EXECUTION

I, Brian Douglas, whose full post office address is PO Box 2000, Charlottetown, PE C1A 7N8, MAKE OATH AND SAY AS FOLLOWS:

1. THAT I am the President of Foodtrust of Prince Edward Island Ltd., the corporation named in the attached Assignment, who duly signed and executed the same on behalf of the company.
2. THAT I signed in that capacity and was authorized to do the same.

DATED this 15 day of December, A.D., 2008.

Queen SWORN BEFORE ME at Charlottetown, in)
~~Prince~~ County, Province of Prince Edward Island)
this 15 day of December, A.D. 2008.)

[Signature])
A Commissioner for Taking Affidavits)
in the Supreme Court.)

[Signature])

AFFIDAVIT OF EXECUTION

I, Bruce MacNaughton, whose full post office address is RR#2, North Wiltshire, PE COA 1Y0, MAKE OATH AND SAY AS FOLLOWS:

1. THAT I am the ^{Vice} President of Foodtrust of Prince Edward Island Ltd., the corporation named in the attached Assignment, who duly signed and executed the same on behalf of the company.
2. THAT I signed in that capacity and was authorized to do the same.

DATED this _____ day of December, A.D., 2008.

Queen SWORN BEFORE ME at Charlottetown, in)
Prince County, Province of Prince Edward Island)
this 13 day of December, A.D. 2008.)
)
Wesley Reid)
A Commissioner for Taking Affidavits)
in the Supreme Court.)

Bruce MacNaughton

AFFIDAVIT OF EXECUTION

I, Wendy E. Reid, Q.C., whose full post office address is 20 Great George Street, PO Box 486, Charlottetown, Prince Edward Island, C1A 7L1, MAKE OATH AND SAY AS FOLLOWS:

- I was personally present and did see Brian Douglas and Bruce MacNaughton who is personally known to me and who is the President & Vice-President of Foodtrust of Prince Edward Island Ltd. the corporation named in the attached Assignment, who duly signed and executed the same on behalf of the company.

DATED this 15 day of December, A.D., 2008.

Sworn
SWORN BEFORE ME at Charlottetown, in)
Prince County, Province of Prince Edward Island)
this 15 day of December, A.D. 2008.)
)
)
[Signature])
A Commissioner for Taking Affidavits)
in the Supreme Court.)

[Signature]
WENDY E. REID, Q.C.

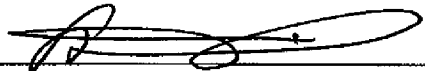
AFFIDAVIT OF EXECUTION

I, Bertram Webster, whose full post office address is Middleton, Prince County, Province of Prince Edward Island, MAKE OATH AND SAY AS FOLLOWS:

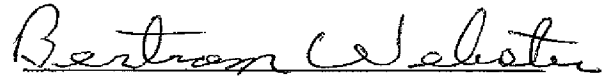
1. THAT I am the President of Food Trust 2008 Ltd., the corporation named in the attached Assignment, who duly signed and executed the same on behalf of the company.
2. THAT I signed in that capacity and was authorized to do the same.

DATED this 15th day of December, A.D., 2008.

SWORN BEFORE ME at Charlottetown, in)
Prince County, Province of Prince Edward Island)
this 15 day of December, A.D. 2008.)



A Commissioner for Taking Affidavits
in the Supreme Court.)



Bertram Webster)


AFFIDAVIT OF EXECUTION

I, Stephen D. G. McKnight, O.C., whose full post office address is 494 Granville Street, PO Box 1570, Summerside, Prince Edward Island, C1N 4K4, MAKE OATH AND SAY AS FOLLOWS:

1. I was personally present and did see Bertram Webster who is personally known to me and who is the President of Food Trust 2008 Ltd. the corporation named in the attached Assignment, who duly signed and executed the same on behalf of the company.

DATED this 15th day of December, A.D., 2008.

SWORN BEFORE ME at Charlotte Town in)
Queens ~~Prince~~ County, Province of Prince Edward Island)
this 15th day of December, A.D. 2008.)
)
)
Heather Reid)
A Commissioner for Taking Affidavits)
in the Supreme Court.)



AFFIDAVIT OF EXECUTION

I, _____, whose full post office address is 20 Great George Street, PO Box 486, Charlottetown, Prince Edward Island, C1A 7L1, MAKE OATH AND SAY AS FOLLOWS:

1. I was personally present and did see _____ who is personally known to me and who is the _____ of Foodtrust of Prince Edward Island Ltd. the corporation named in the attached Assignment, who duly signed and executed the same on behalf of the company.

DATED this _____ day of December, A.D., 2008.

SWORN BEFORE ME at Charlottetown, in)
Prince County, Province of Prince Edward Island)
this ___ day of December, A.D. 2008.)
)
)
)
)

A Commissioner for Taking Affidavits)
in the Supreme Court.)
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