

TRADEMARK ASSIGNMENT

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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Paul Lindley		07/17/2009	Individual: UNITED KINGDOM
RECEIVING PARTY DATA			
Name:	Ella's Kitchen (IP) Limited		
Street Address:	c/o 2020 Chartered Accountants		
Internal Address:	1 St. Andrew's Hill		
City:	London		
State/Country:	UNITED KINGDOM		
Postal Code:	EC4V 5BY		
Entity Type:	COMPANY: UNITED KINGDOM		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	77662405	ELLA'S KITCHEN	
CORRESPONDENCE DATA			
Fax Number:	(215)981-4750		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	215.981.4547		
Email:	leonardm@pepperlaw.com		
Correspondent Name:	Michael J. Leonard		
Address Line 1:	Pepper Hamilton LLP		
Address Line 2:	3000 Two Logan Square		
Address Line 4:	Philadelphia, PENNSYLVANIA 19103		
ATTORNEY DOCKET NUMBER:	129530.56		
DOMESTIC REPRESENTATIVE			
Name:	Michael J. Leonard		

OP \$40.00 77662405

Address Line 1: Pepper Hamilton LLP
Address Line 2: 3000 Two Logan Square
Address Line 4: Philadelphia, PENNSYLVANIA 19103

NAME OF SUBMITTER:	Michael J. Leonard
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Signature:	/michael leonard/
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Date:	08/13/2009
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TRADE MARK ASSIGNMENT

THIS ASSIGNMENT is made this 17 day of July, 2009 BETWEEN:

Mr Paul Lindley having address at 145 Upper Woodcote Road, Caversham, Reading, RG4 7LB, Berkshire (hereinafter called "the Assignor") of the one part, and

Ella's Kitchen (IP) Limited a company incorporated in England and Wales with company number 6957235 whose registered office is at c/o 2020 Chartered Accountants 1 St Andrew's Hill, London, EC4V 5BY (hereinafter called "the Assignee") of the other part;

WHEREAS the Assignor is the Proprietor of the following Trade Marks (hereinafter referred to as "the Trade Marks");

- UK Trade Mark Registration No. 2368808 for the Mark ELLA'S KITCHEN in Classes 5, 29 and 32;
- USA Trade Mark Application No. 77/662405 for the Mark ELLA'S KITCHEN in Class 5, 29, 30 and 32;
- European Community Trade Mark Registration No. 006259055 for the Mark ELLA'S ORGANIC in Classes 5, 29, 30 and 32.

AND WHEREAS the Assignee is desirous of acquiring all rights in or to the Trade Marks;

NOW THEREFORE in consideration of the sum of £1 to be paid by the Assignee to the Assignor, the Assignor DOES HEREBY:

1. Assign with full title guarantee to the Assignee absolutely all property, right, title and interest to the Trade Marks including goodwill therein, and including the right to bring proceedings against any third party in respect of the Trade Marks (including proceedings for infringement of the Trade Marks or for passing off or for otherwise infringing the rights of the Assignor in the Trade Marks);
2. Covenant to execute all documents, forms and authorizations and depose to or swear any declaration or oath as may be required for absolutely vesting full right, title and interest in the Trade Marks in favour of the Assignee;
3. Agree and undertake to provide to the Assignee (at its requests) all reasonable assistance with any proceedings which may be brought by or against the Assignee against or by any third party in relation to the Trade Marks.

This Assignment and any dispute or claim arising out of or in connection with it or its subject matter or formation (including non-contractual disputes or claims) shall be governed by and construed in accordance with the law of England and Wales. The parties irrevocably agree that the courts of

England and Wales shall have exclusive jurisdiction to settle any dispute or claim that arises out of or in connection with this Assignment or its subject matter or formation (including non-contractual disputes or claims).

IN WITNESS WHEREOF this Assignment has been executed by or on behalf of the parties hereto.

Signed by

Mr Paul Lindley

..... *Paul Lindley*

Print name

..... PAUL LINDLEY

on this 17 day of JULY 2009

..... *P. Lyons* (Witness)

**Davenport Lyons
30 Old Burlington Street
London, W1S 3NL**

Signed for and on behalf of

Ella's Kitchen (IP) Limited

..... *Paul Lindley*

Print name

..... PAUL LINDLEY

on this 17 day of JULY 2009

..... *P. Lyons* (Witness)

**Davenport Lyons
30 Old Burlington Street
London, W1S 3NL**