

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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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 |
| Penn Valley Farms, Ltd. | | 05/16/2011 | CORPORATION: PENNSYLVANIA |
| RECEIVING PARTY DATA | | | |
| Name: | PVF Acquisition, LLC | | |
| Street Address: | 1667 Cole Blvd, Suite 300 | | |
| Internal Address: | c/o Coleman Natural Foods, LLC | | |
| City: | Lakewood | | |
| State/Country: | COLORADO | | |
| Postal Code: | 80401 | | |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE | | |
| PROPERTY NUMBERS Total: 2 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 2960483 | HANS' WRAP | |
| Registration Number: | 2967870 | HANS' WRAP | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (212)229-4470 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | 212-294-4661 | | |
| Email: | trademarkny@winston.com | | |
| Correspondent Name: | Sanjana Chopra | | |
| Address Line 1: | 200 Park Avenue | | |
| Address Line 2: | Winston & Strawn LLP | | |
| Address Line 4: | New York, NEW YORK 10166 | | |
| ATTORNEY DOCKET NUMBER: | 6257.41 | | |
| NAME OF SUBMITTER: | Sanjana Chopra | | |
| Signature: | /W&S/ | | |

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TRADEMARK
REEL: 004544 FRAME: 0219

Date:

05/18/2011

Total Attachments: 3

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TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT is dated as of this 16 day of May, 2011 (the "Assignment"), between Penn Valley Farms, Ltd., a Pennsylvania corporation (the "Assignor"), and PVF Acquisition, LLC, a Delaware limited liability company (the "Assignee").

WHEREAS, the Assignor is the owner of the trademarks and the applications and registrations therefor set forth on the attached Schedule A (collectively, the "Trademarks");

WHEREAS, the Assignee desires to acquire all right, title and interest in the Trademarks and the goodwill appurtenant thereto; and

WHEREAS, the Assignor desires to convey to Assignee all right, title and interest in the Trademarks and the goodwill appurtenant thereto.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

1. Assignment. The Assignor hereby assigns to Assignee all right, title, and interest in and to the Trademarks, together with the goodwill appurtenant thereto.
2. Rights and Privileges. All rights and privileges, including the right to sue for and receive all damages from past infringements of the Trademarks, will be held and enjoyed by the Assignee and its successors, assigns and other legal representatives.
3. Further Assurances. The Assignor agrees to execute or arrange for execution such further documents as may be required to perfect the Assignee's ownership of or title to the Trademarks.
4. Authorization. The Assignor authorizes and requests the Commissioner of Patents and Trademarks of the United States, and officials in countries throughout the world whose duty it is to register and record ownership in trademark registrations and applications, to record the Assignee as the assignee and owner of all right, title and interest in and to the Trademarks.

[signature page follows]

IN WITNESS WHEREOF, the Assignor has duly executed this Trademark Assignment as of the date first written above.

PVF ACQUISITION, LLC
PENN VALLEY FARMS, INC.

By: *James G. Skidmore*

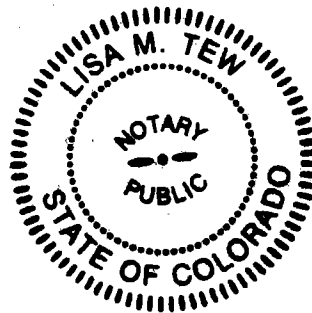
Name: James G. Skidmore
Title: Vice President of PVF Acquisition, LLC and
Authorized Person for Penn Valley Farms,
Inc.

STATE OF COLORADO)
)
COUNTY OF)

On this 16 day of May, 2011 before me, a Notary Public, personally appeared James G. Skidmore to me known and known to me to be the person of that name, who, being duly sworn, did state and acknowledge on his oath that he is the Vice President of PVF Acquisition, LLC and an authorized person for Penn Valley Farms, Inc., who signed the foregoing instrument and acknowledged the same to be his/her free act and deed.

Lisa M. Tew
Notary Public

01/09/2012
My Commission Expires



SCHEDULE A

| TRADEMARK | COUNTRY | SERIAL NO./REG. NO. | OWNER |
|-------------------|---------------|---------------------|-------------------------|
| HANS' WRAP | United States | 2,960,483 | Penn Valley Farms, Ltd. |
| Hans' Wrap | United States | 2,967,870 | Penn Valley Farms, Ltd. |