

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
Michael's Finer Meats, LLC		09/05/2012	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	The Chefs' Warehouse, Inc.		
Street Address:	100 East Ridge Road		
City:	Ridgefield		
State/Country:	CONNECTICUT		
Postal Code:	06877		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	85094487	BLACK FALLS	
CORRESPONDENCE DATA			
Fax Number: <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	3476205291		
Email:	eric@adlervermillion.com		
Correspondent Name:	Eric Adler		
Address Line 1:	45 Main Street		
Address Line 4:	Brooklyn, NEW YORK 11201		
ATTORNEY DOCKET NUMBER:	MFC-TO-CWI-BLACKFALLS		
NAME OF SUBMITTER:	Eric Adler		
Signature:	/Eric Adler/		

OP \$40.00 85094487

Date:

09/06/2012

Total Attachments: 3

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INTERNAL TRADEMARK ASSIGNMENT

Date of Agreement: September 5, 2012

This trademark assignment agreement (this "Agreement") is made between Michael's Finer Meats, LLC, a Delaware limited liability company ("Assignor") and The Chefs' Warehouse, Inc., a Delaware corporation ("Assignee").

WHEREAS Assignor is wholly owned by Michael's Finer Meats Holdings, LLC, which is wholly owned by Chefs' Warehouse Parent, LLC, which is in turn wholly owned by Assignee; and

WHEREAS Assignor and Assignee wish to take advantage of certain administrative efficiencies by consolidating their respective trademark portfolios under Assignee;

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

Assignor hereby assigns to Assignee:

- (i) all trademarks, trade names, corporate names, company names, business names, fictitious business names, trade styles, service marks, logos, other source or business identifiers, prints and labels on which any of the foregoing have appeared or appear, designs and general intangibles of like nature, now existing or hereafter adopted or acquired, all registrations and recordings thereof, and all applications in connection therewith including, without limitation, registrations, recordings and applications in the United States Patent and Trademark Office or in any similar office or agency of the United States, any state thereof or any other country or any political subdivision thereof;
- (ii) all reissues, extensions or renewals thereof;
- (iii) all rights of action, powers and benefit thereto, due or accrued, including the right to sue for and recover in the Assignee's own name and that of its successors, assigns and other legal representatives all remedies of every nature, including, without limitation, rights to injunctive relief, damages, profits, costs and attorney fees, arising out of past infringement of the marks or injury to the related goodwill; and,
- (iv) all goodwill of the business symbolized by any trademark. A list of registered trademarks, applications for trademark registration, and common law marks so assigned is attached hereto as Exhibit A.

Signature Page Follows

IN WITNESS WHEREOF, the parties have caused this Agreement to be signed and authorized as of the date first written above.

ASSIGNOR

MICHAEL'S FINER MEATS, LLC

by its sole member MICHAEL'S FINER MEATS HOLDINGS, LLC

by its sole member CHEFS' WAREHOUSE PARENT, LLC

by its sole member THE CHEFS' WAREHOUSE, INC.

By Alexandros Aldous

Name: Alexandros Aldous

Title: General Counsel &
Corporate Secretary

ASSIGNEE

THE CHEFS' WAREHOUSE, INC.

By Alexandros Aldous

Name: Alexandros Aldous

Title: General Counsel &
Corporate Secretary

EXHIBIT A – ASSIGNED MARKS

Registration or Description	Serial Number
BLACK FALLS	85094487
THE MEAT BLOCK (Ohio State Trademark)	TM8182
THE MEAT BLOCK (Ohio State Service Mark)	SM2868