

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
Emergency Essentials, Inc.		12/31/2012	CORPORATION: UTAH

RECEIVING PARTY DATA

Name:	Emergency Essentials, LLC
Street Address:	653 N. 1500 West
City:	Orem
State/Country:	UTAH
Postal Code:	84057
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 33

Property Type	Number	Word Mark
Registration Number:	3932485	BEPREPARED.COM
Registration Number:	3781580	BEPREPARED.COM
Registration Number:	3781579	BEPREPARED.COM
Registration Number:	3832304	BEPREPARED.COM
Registration Number:	3832303	BEPREPARED.COM
Registration Number:	3781578	BEPREPARED.COM
Registration Number:	3781577	BEPREPARED.COM
Registration Number:	3832302	BEPREPARED.COM
Registration Number:	3781576	BEPREPARED.COM
Registration Number:	3781575	BEPREPARED.COM
Registration Number:	3781574	BEPREPARED.COM
Registration Number:	3832301	BEPREPARED.COM
Registration Number:	3781573	BEPREPARED.COM
Registration Number:	3759697	EMERGENCY ESSENTIALS

OP \$840.00 3932485

Registration Number:	3571179	EMERGENCY ESSENTIALS
Registration Number:	3568952	EMERGENCY ESSENTIALS
Registration Number:	3571178	EMERGENCY ESSENTIALS
Registration Number:	3568951	EMERGENCY ESSENTIALS
Registration Number:	3571177	EMERGENCY ESSENTIALS
Registration Number:	3571176	EMERGENCY ESSENTIALS
Registration Number:	3582153	EMERGENCY ESSENTIALS
Registration Number:	3665475	EMERGENCY ESSENTIALS
Registration Number:	3571175	EMERGENCY ESSENTIALS
Registration Number:	3571174	EMERGENCY ESSENTIALS
Registration Number:	3659764	EMERGENCY ESSENTIALS
Registration Number:	3571173	EMERGENCY ESSENTIALS
Registration Number:	3439473	EMERGENCY ESSENTIALS
Registration Number:	3571172	EMERGENCY ESSENTIALS
Registration Number:	3574562	EMERGENCY ESSENTIALS
Registration Number:	3906099	EMERGENCY ESSENTIALS
Registration Number:	3582152	EMERGENCY ESSENTIALS
Serial Number:	85721340	PREP-TEMBER
Registration Number:	1711984	PROVIDENT PANTRY

CORRESPONDENCE DATA

Fax Number: 2134578080
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 213 457 8000
Email: ipdocket-chi@reedsmith.com
Correspondent Name: Gibbons, Anne
Address Line 1: 355 South Grand Avenue
Address Line 2: Reed Smith, LLP
Address Line 4: Los Angeles, CALIFORNIA 90071

NAME OF SUBMITTER:	Anne Gibbons
Signature:	/Anne Gibbons/
Date:	01/02/2013

Total Attachments: 11
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INTELLECTUAL PROPERTY ASSIGNMENT

This Intellectual Property Assignment (this “**Assignment**”), entered into as of December 31, 2012 (the “**Effective Date**”), is by and between Emergency Essentials, LLC, a Delaware limited liability company (“**Buyer**”), and Emergency Essentials, Inc., a Utah corporation (“**Seller**”). Terms used but not defined in this Assignment shall have the meanings ascribed to them in the Purchase Agreement (defined below).

WHEREAS, Buyer and Seller are parties to that certain Asset Purchase Agreement dated as of December 31, 2012 (the “**Purchase Agreement**”), pursuant to which Seller has agreed to sell, transfer, convey, assign and deliver to Buyer, and Buyer has agreed to purchase and acquire from Seller, all of Seller’s right, title and interest in and to the Assets, including, without limitation, the Intellectual Property (as those terms are defined in the Purchase Agreement); and

NOW, THEREFORE, in consideration of the foregoing and of the premises and the mutual representations, warranties and covenants contained herein and other good and valuable consideration, the receipt, adequacy and sufficiency of which is hereby acknowledged, the parties hereto hereby agree as follows:

Seller does hereby sell, assign, convey, transfer and deliver unto Buyer, its successors, assigns and legal representatives, the full and exclusive right, title and interest to all of the following Intellectual Property owned by, licensed by, licensed to or used by, Seller, together with all accrued rights of action, royalties, or damages for any past or existing infringement or misappropriation of any such rights, in the United States and all foreign countries (including, without limitation, all copies and embodiments thereof, in electronic, written or other media; all rights to seek and recover damages and/or settlements for any claims whatsoever related thereto; all renewals, extensions, divisions, continuations, continuations-in-part, modifications, derivative works, and improvements thereto, and the like; and all goodwill related thereto), to be held and enjoyed by said Buyer, its successors and assigns, as fully and entirely as the same would have been held and enjoyed by said Seller had this Assignment and sale not been made, in the United States and outside of the United States, and all as more fully set forth on **Exhibit A** attached hereto (collectively, the “**Designated IP**”): (i) all registered and unregistered trademarks, trade dress, service marks, logos, trade names, corporate names, other indicia of source of origin, and all applications to register the same (the “**Trademarks**”); (ii) all issued U.S. and foreign patents and pending patent applications, patent disclosures and improvements thereto, and rights related thereto (the “**Patents**”); (iii) all registered and unregistered copyrights and all applications to register the same (the “**Copyrights**”); (iv) all categories of trade secrets, know-how, inventions (whether or not patentable and whether or not reduced to practice), processes, procedures, drawings, specifications, designs, plans, proposals, technical data and copyrightable works (“**Proprietary Rights**”); (v) all licenses and agreements pursuant to which the Seller has acquired rights in or to any of the Trademarks, Patents, Copyrights or Proprietary Rights; and (vi) all licenses and agreements pursuant to which the Seller has licensed or transferred any rights to any of the Trademarks, Patents, Copyrights or Proprietary Rights.

Seller shall provide Buyer with reasonable assistance and cooperation for the full utilization of the Designated IP, including, without limitation, the executing of any declarations, oaths, documents, assignments and other instruments reasonably necessary or desirable to carry

out the purposes or intent of this Assignment and providing information reasonably necessary or desirable regarding inventions and works.

At any time and from time to time after the date hereof, at the request of the Buyer, the Seller will (1) execute and deliver such other instruments of transfer, (2) provide testimony by affidavit or other appropriate means, (3) take such other action as the Buyer may reasonably request to transfer to the Buyer, (4) confirm the Buyer's title to or interest in, the Designated IP, and (5) consummate the other transactions contemplated hereby.

This Assignment may be executed by the parties hereto in separate counterparts, each of which when so executed and delivered shall be an original, but all such counterparts shall together constitute one and the same instrument.

[Remainder of this page intentionally left blank; Signature page follows.]

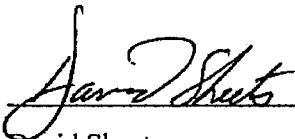
IN WITNESS WHEREOF, the parties hereto have has executed this Intellectual Property Assignment by their duly authorized officers as of the day first set forth above.

SELLER:

BUYER:

EMERGENCY ESSENTIALS, INC.

EMERGENCY ESSENTIALS, LLC

By: 
Name: David Sheets
Title: President

By: _____
Name: Eric Kutsenda
Title: President

[Signature Page to the Intellectual Property Assignment]

IN WITNESS WHEREOF, the parties hereto have has executed this Intellectual Property Assignment by their duly authorized officers as of the day first set forth above.

SELLER:

BUYER:

EMERGENCY ESSENTIALS, INC.

EMERGENCY ESSENTIALS, LLC

By: _____

By:  _____

Name: David Sheets

Name: Eric Kutsenda

Title: President

Title: President

[Signature Page to the Intellectual Property Assignment]

EXHIBIT A

INTELLECTUAL PROPERTY

Trademarks owned by Seller:

Mark	Ser./Reg. No.	Goods/Services
BEPREPARED.COM	SN:77-932981 RN:3,932,485	(Int'l Class: 9) Automotive preparedness road kit consisting of batteries, and also including, flashlight, candles, first aid kit, first aid guide book, multifunction utility knife, water rations, and sleeping bags, sold as a unit
BEPREPARED.COM	SN:77-226469 RN:3,781,580	(Int'l Class: 35) Retail store and online retail store services featuring disaster preparedness supplies such as staple and packaged food, drinking water, drink mixes, drinking water containers, first aid kits, flashlights, batteries, portable cooking and food processing equipment, personal toiletries, radios, candles, matches, emergency blankets, chemical warmers, backpacks, generators, jumper cables, sewing kits, clothing, multi-function knives, shovels, maps, compasses, and electronic media and books related to emergency preparedness, all primarily directed to consumers seeking substantial quantities of goods for long term storage
BEPREPARED.COM	SN:77-226468 RN:3,781,579	(Int'l Class: 32) Drinking water; drink mixes, namely, powdered apple juice, orange juice and peach juice mix, all of the foregoing goods primarily directed to consumers seeking substantial quantities of goods for long term storage
BEPREPARED.COM	SN:77-226467 RN:3,832,304	(Int'l Class: 30) Dehydrated cereals; cooking essentials, namely, baking powder, baking soda, corn starch, beef gravy mix, chicken gravy mix, salt, brown sugar, powdered sugar and white sugar; packaged desserts, namely, chocolate fudge brownie mix, creamy hot chocolate, chocolate and vanilla pudding; processed grains, namely, cornmeal, white flour, popcorn, white rice, red wheat and hard white wheat; pastas, namely, egg noodles, elbow macaroni; spices and seasonings; grain-based compact high-calorie food bars, all of the foregoing goods primarily directed to consumers seeking substantial quantities of goods for long term storage

Mark	Ser./Reg. No.	Goods/Services
BEPREPARED.COM	SN:77-226465 RN:3,832,303	(Int'l Class: 29) Dehydrated food products for rehydration and consumption, namely, packaged meals comprised primarily of dehydrated meats and vegetables; portable food kits comprising freeze-dried fruits, freeze-dried vegetables, freeze-dried meats, freeze-dried poultries and cheeses; packaged breakfast, lunch, and dinner entrees comprised primarily of freeze-dried meat and freeze-dried vegetables; cooking essentials, namely, beef broth, chicken broth and shortening powder; packaged dairy items, namely, eggs, buttermilk powder, butter powder, cheese, freeze-dried whole eggs, freeze-dried scrambled eggs, freeze-dried egg whites, margarine powder, and sour cream powder; packaged processed fruits, namely, applesauce, and apple and banana slices; packaged processed legumes, namely, black beans, kidney beans, lentils, pinto beans, small red chili beans, small white navy beans, soy beans, and split green peas; packaged soup mixes, namely, creamy broccoli cheese soup mix, creamy potato soup mix, creamy soup mix and mixed vegetable stew mix; packaged meals-ready-to-eat (mre) comprised primarily of meat and vegetables; protein-based compact high-calorie food bars, all of the foregoing goods primarily directed to consumers seeking substantial quantities of goods for long term storage
BEPREPARED.COM	SN:77-226463 RN:3,781,578	(Int'l Class: 25) Clothing, namely, shirts, ponchos, hooded ponchos; emergency preparedness kits comprising ponchos, all of the foregoing goods primarily directed to consumers seeking substantial quantities of emergency preparedness goods for long term storage
BEPREPARED.COM	SN:77-226462 RN:3,781,577	(Int'l Class: 21) Food containers for domestic use; plastic containers and lids for domestic use in storing food items, sold as a unit; bottles, sold empty; containers for water storage consisting of polycarbonate bottles sold empty; plastic jugs; emergency preparedness kits comprising food containers for domestic use, plastic containers and lids for domestic use in storing food items, bottles sold empty, polycarbonate bottles for water storage sold empty and plastic jugs, all of the foregoing goods primarily directed to consumers seeking quantities of goods for long term storage

Mark	Ser./Reg. No.	Goods/Services
BEPREPARED.COM	SN:77-226461 RN:3,832,302	(Int'l Class: 16) Educational materials, namely, books, magazines and newsletters featuring survival, cooking, first aid, and 72-hour emergency preparedness information; maps; emergency preparedness kits comprising maps, directional compasses, and books featuring survival, cooking, first aid, and 72-hour emergency preparedness information, all of the foregoing goods primarily directed to consumers seeking substantial quantities of emergency preparedness goods for long term storage
BEPREPARED.COM	SN:77-226458 RN:3,781,576	(Int'l Class: 11) Non-electric body warmers, namely, chemically activated heating packets for warming hands, feet, and the body; headlamps, namely, battery operated lights for use on heads; water filters for use in a personal water bottle; portable propane and gas cookers; folding portable charcoal, propane and gas fired stoves; chemically-activated light sticks; fuel-based ovens, namely, gas cooking ovens; electric slow cookers; gas cookers; electric food steamers; electric dehydrators; and rechargeable flashlights; warmth kits comprising chemically activated heating packets for warming hands, feet and the body; emergency preparedness kits comprising chemically activated heating packets for warming hands, feet, and the body, battery operated lights for use on heads, water filters for use in a personal water bottle, portable propane and gas cookers, folding portable charcoal, propane and gas fired stoves, and chemically-activated light sticks, all of the foregoing goods primarily directed to consumers seeking goods for long term storage
BEPREPARED.COM	SN:77-226457 RN:3,781,575	(Int'l Class: 9) Computer programs that assist the individual in planning and preparing for natural and man made emergencies such as floods, fire, earthquakes, hurricanes, tornadoes and the like, by providing useful information and tips; video recordings on the topics of emergency preparedness and survival; communications devices and power supplies, namely, battery chargers, cell phone battery chargers, radios, and batteries; directional compasses; emergency preparedness kits comprising battery chargers, cell phone battery chargers, radios, batteries, video recordings on the topics of emergency preparedness and survival and computer programs that assist the individual in planning and preparing for natural and man made emergencies such as floods, fire, earthquakes, hurricanes, tornadoes and the like, by providing useful information and tips, all of the foregoing goods primarily directed to consumers seeking goods facilitating emergency preparedness

Mark	Ser./Reg. No.	Goods/Services
BEPREPARED.COM	SN:77-226454 RN:3,781,574	(Int'l Class: 7) Electric food grinders for domestic use; electric juicers; electric fruit and vegetable peelers; electric food processors, electric food blenders; mixers; portable electric power generators; water filtration pumps for water filtering units, all of the foregoing goods primarily directed to consumers seeking goods for long term storage (Int'l Class: 8) Non-electric fruit and vegetable peelers; apple corers; vegetable corers; hand-operated food processors, all of the foregoing goods primarily directed to consumers seeking goods for long term storage (Int'l Class: 21) Non-electric juicers that are primarily directed to consumers seeking goods for long term storage
BEPREPARED.COM	SN:77-226452 RN:3,832,301	(Int'l Class: 5) Medical supplies, namely, kits for providing first aid; medical hygiene kits for emergency use consisting of first aid kits; medical supply kits comprising sterile dressings, pain relievers, burn care relievers, gloves, ice packs, shears, splints, bandages, masks, tape, hot packs, antibiotic ointment, elastic wrap, gauze, tweezers, and hemostats, all of the foregoing goods primarily directed to consumers seeking goods for long term storage
BEPREPARED.COM	SN:77-226451 RN:3,781,573	(Int'l Class: 1) Additive treatments, namely, water treatment chemicals for domestic use to make water potable, primarily directed toward consumers seeking substantial quantities of goods for long term storage
EMERGENCY ESSENTIALS	SN:77-207719 RN:3,759,697	(Int'l Class: 30) Dehydrated cereals; ingredients required for cooking and baking, namely, cocoa mix, baking powder, baking soda, corn starch for food, beef gravy mix, chicken gravy mix, salt, brown sugar, powdered sugar and white sugar; packaged desserts, namely, chocolate fudge brownie mix, creamy hot chocolate, chocolate and vanilla pudding, instant pudding mix, freeze dried crumble, freeze dried cheesecake, crackers, almond poppy seed cake, marble pound cake, spice pound cake, stuffed french toast, freeze dried ice cream; processed grains, namely, cornmeal, white flour, popcorn, white rice, processed red wheat and processed white wheat; pastas, namely, egg noodles, elbow macaroni; spices and seasonings, namely, onion powder, taco seasoning, minced garlic, cinnamon, basil leaves, black pepper, spaghetti seasoning, italian seasoning, oregano, enchilada seasoning, garlic salt, cinnamon sugar, herb seasoning, lemon dill seasoning, steak seasoning, onion salt, lemon pepper, garlic pepper, ground allspice
EMERGENCY ESSENTIALS	SN:77-207717 RN:3,571,179	(Int'l Class: 25) Clothing, namely, sweaters, sweatshirts, ponchos and hooded ponchos

Mark	Ser./Reg. No.	Goods/Services
EMERGENCY ESSENTIALS	SN:77-207708 RN:3,568,952	(Int'l Class: 21) Household containers for food; plastic containers and lids to store food items; plastic bottles sold empty; containers for water storage consisting of polycarbonate bottles sold empty, plastic jugs for beverages sold empty; pepper mills; cookware, namely, steamers; non-electric juicers
EMERGENCY ESSENTIALS	SN:77-207703 RN:3,571,178	(Int'l Class: 20) Sleeping bags and sleeping bag liners; plastic drums used for water storage
EMERGENCY ESSENTIALS	SN:77-207699 RN:3,568,951	(Int'l Class: 16) Educational books and publications, namely, booklets and pamphlets featuring the subject matter of survival skills and necessary equipment, first aid, 72 hour preparedness guidelines for emergencies; general purpose plastic bags
EMERGENCY ESSENTIALS	SN:77-207693 RN:3,571,177	(Int'l Class: 11) Non-electric pocket warmers, namely, chemically-activated heating packets for warming hands (not for medical purposes); non-electric foot warmers, namely, chemically-activated heating packets for warming feet (not for medical purposes); flashlights; rechargeable flashlights; water filters for use with bottles; food preparation equipment, namely, fuel based ovens, portable propane or gas cookers, electric food steamers, electric dehydrators; portable folding stoves; chemically-activated stick lights; kerosene and propane lanterns
EMERGENCY ESSENTIALS	SN:77-207686 RN:3,571,176	(Int'l Class: 18) Backpacks; small and large day packs
EMERGENCY ESSENTIALS	SN:77-207680 RN:3,582,153	(Int'l Class: 7) Electric vegetable peelers; electric juicers; hand held power grinders; electric food processors; electric food blenders; electric mixers for household purposes
EMERGENCY ESSENTIALS	SN:77-207677 RN:3,665,475	(Int'l Class: 1) Water purification chemicals for potable water treatment
EMERGENCY ESSENTIALS	SN:77-207667 RN:3,571,175	(Int'l Class: 35) Retail store services featuring, disaster preparedness supplies in the nature of blankets, dehydrated and freeze dried food, food preparation equipment, namely, fuel based ovens, cookers, mills, grinders, canners, steamers, dehydrators, juicers, peelers, corers, food processors, blenders and mixers
EMERGENCY ESSENTIALS	SN:77-207660 RN:3,571,174	(Int'l Class: 32) Drinking water packaged in pouches for long term storage; powdered fruit drink mixes, namely, powdered apple juice, orange juice and peach juice mix

Mark	Ser./Reg. No.	Goods/Services
EMERGENCY ESSENTIALS	SN:77-207650 RN:3,659,764	(Int'l Class: 29) Dehydrated food products for rehydration and consumption, namely, packaged meals comprised primarily of dehydrated meats and vegetables and dairy products other than ice cream, ice milk and frozen yogurt; prepared dried food kits comprised primarily of freeze dried fruits, freeze dried vegetables, freeze dried meats, freeze dried poultries and cheeses; packaged dairy items, namely, eggs, buttermilk powder, butter powder, cheese blend, freeze dried whole eggs, freeze dried scrambled eggs, freeze dried egg whites, margarine powder, sour cream powder, and powdered milk; packaged processed fruits, namely, applesauce, apple peach flakes, apple strawberry flakes, apple and banana slices; apple chips; packaged legumes, namely, black beans, kidney beans, lentils, pinto beans, small red chili beans, small white navy beans, soy beans, peanut butter powder, and split green peas; packaged soup mixes, namely, abc soup mix, creamy broccoli cheese soup, creamy potato soup, creamy soup base and mixed vegetable stew blend; packaged processed fruits, namely, freeze dried strawberries, freeze dried whole blueberries, freeze dried peaches, freeze-dried apricots, freeze dried bananas, freeze dried apples, freeze dried blackberries, freeze-dried raisins, freeze dried oranges, freeze dried pineapples, and freeze dried mangos; peanut butter; beef broth; chicken broth; shortening powder
EMERGENCY ESSENTIALS	SN:77-207642 RN:3,571,173	(Int'l Class: 22) Tents
EMERGENCY ESSENTIALS	SN:77-207629 RN:3,439,473	(Int'l Class: 24) Blankets, namely, blankets stored in compact form ready for emergency use and hooded blankets
EMERGENCY ESSENTIALS	SN:77-207619 RN:3,571,172	(Int'l Class: 8) Non-electric fruit and vegetable peelers, hand operated juicers, hand operated corers, hand operated food processors
EMERGENCY ESSENTIALS	SN:77-207613 RN:3,574,562	(Int'l Class: 9) Computer programs, namely, computer programs that assist the individual in planning and preparing for natural and man made emergencies such as floods, fire, earthquakes, hurricanes, tornadoes and the like, by providing useful information and tips; pre-recorded video recordings on the topics of preparedness and survival; automotive preparedness road kit consisting of jumper cables, flashlight, batteries, candles, first aid kit, first aid guide book, multifunction utility knife, water rations, and sleeping bags sold as a unit; helmet safety lights

Mark	Ser./Reg. No.	Goods/Services
EMERGENCY ESSENTIALS	SN:77-207601 RN:3,906,099	(Int'l Class: 3) Personal hygiene kits comprising soap, toothpaste, and toothbrushes (Int'l Class: 5) First aid kits comprised of sterile medical gauze dressings, pain relievers, namely, aspirin, burn relief medication, splints, bandages for dressings, medical adhesive tape, antibiotic ointment, sanitary masks, plastic gloves, therapeutic ice packs, shears, therapeutic hot therapy packs, elastic bandages; compact high calorie food bars for use as a dietary supplement; powdered nutritional supplements; hand-sanitizing preparations (Int'l Class: 10) Surgical kits comprised of scalpel, medical lancing device, hemostats, sutures, penlight, tweezers, sanitary wipes and dental picks
EMERGENCY ESSENTIALS	SN:77-207591 RN:3,582,152	(Int'l Class: 4) Candles, namely, slow burning candles
PREP-TEMBER	SN:85-721340	(Int'l Class: 35) On-line retail store services featuring emergency supplies, camping supplies and food storage; retail outlets featuring emergencies, camping supplies and food storage
PROVIDENT PANTRY	SN:74-131903 RN:1,711,984	(Int'l Class: 30) Dehydrated food items; namely, sauces

Copyrights owned by Seller:

Reg. No. TX0005818833, Reg. Date 2003-09-23: Emergency essentials tips for preparedness / compiled by Larry Barkdull

[Exhibit A to the Intellectual Property Assignment]

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