

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
Attune Foods, Inc.		12/31/2012	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Post Foods, LLC
Street Address:	1 Upper Pond Road
City:	Parsippany
State/Country:	NEW JERSEY
Postal Code:	07054
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 30

Property Type	Number	Word Mark
Serial Number:	78911342	EREWHON
Serial Number:	78961045	GOOD HEALTH BEGINS WITHIN!
Serial Number:	78945697	KEEPS YOUR BODY HUMMING
Serial Number:	78911772	ATTUNE
Serial Number:	78867344	KEEPS YOUR BODY HUMMING
Serial Number:	78867343	GOOD HEALTH BEGINS WITHIN
Serial Number:	78808468	ATTUNE
Serial Number:	77626178	EREWHON STRAWBERRY CRISP
Serial Number:	77122976	NEW MORNING
Serial Number:	77438194	ATTUNE
Serial Number:	77056704	PROBIOTICS GOOD FOR LIFE!
Serial Number:	76061269	NEW MORNING
Serial Number:	75276894	COCOMOTION
Serial Number:	74660270	RICE TWICE

CH \$765.00 78911342

Serial Number:	74488212	UNCLE SAM
Serial Number:	74243496	BANANA O'S
Serial Number:	74178340	U.S. MILLS
Serial Number:	74150127	EREWHON
Serial Number:	74150034	OUR GREAT TASTE COMES NATURALLY
Serial Number:	74143426	EREWHON
Serial Number:	74059234	APPLE STROODLES
Serial Number:	73744842	AZTEC
Serial Number:	73656158	NEW MORNING
Serial Number:	73610622	FRUIT-E-O'S
Serial Number:	73601664	BARLEY PLUS
Serial Number:	73481103	EREWHON
Serial Number:	73480149	OATIOS
Serial Number:	72429054	EREWHON
Serial Number:	85287106	UNCLE SAM
Serial Number:	85210879	ATTUNE FOODS

CORRESPONDENCE DATA

Fax Number: 3146673633
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 314-552-6000
Email: ipdocket@thompsoncoburn.com
Correspondent Name: Thomas A. Polcyn
Address Line 1: One US Bank Plaza
Address Line 2: Thompson Coburn LLP
Address Line 4: St. Louis, MISSOURI 63101

ATTORNEY DOCKET NUMBER:	53807-109512
NAME OF SUBMITTER:	Thomas A. Polcyn
Signature:	/TAP/
Date:	01/08/2013

Total Attachments: 6
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TRADEMARK

TRADEMARK ASSIGNMENT

This Trademark Assignment (the "Assignment") is made and entered into December 31, 2012 by and between Attune Foods, Inc., a Delaware corporation having offices at 900 Kearny Street, Suite 600, San Francisco, California 94133 ("Assignor"), and Post Foods, LLC, a Delaware limited liability company having offices at 1 Upper Pond Road, Parsippany, New Jersey 07054 ("Assignee").

WHEREAS, Assignor and Assignee consummated the transactions under that certain Asset Purchase Agreement dated December 31, 2012 among Assignor and Assignee (the "Asset Purchase Agreement");

WHEREAS, Assignor owns all right, title and interest in and to the trademarks and trademark registrations and trademark applications listed in **Exhibit A** attached hereto (collectively, the "Trademarks"), together with the goodwill of the business connected with and symbolized by the Trademarks;

WHEREAS, the execution and delivery of this Assignment is pursuant to the parties' obligations in connection with the Asset Purchase Agreement; and

WHEREAS, Assignee desires to acquire all of Assignor's right, title and interest in and to the Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are acknowledged, the parties hereby agree as set forth below.

Assignor hereby sells, assigns, transfers and conveys to Assignee its entire right, title, interest in and to the Trademarks together with the accompanying goodwill and that portion of the business represented and symbolized by the Trademarks (including, without limitation, the right to apply to renew the associated registrations, the right to apply for trademark registrations based in whole or in part upon the Trademarks, and any priority right that may arise from the Trademarks), the same to be held and enjoyed by Assignee as fully and entirely as said interest could have been held and enjoyed by Assignor had this sale, assignment, transfer and conveyance not been made.

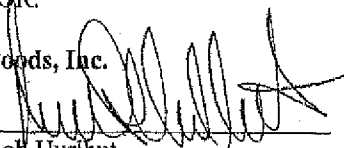
Assignor authorizes the Commissioner of Trademarks of the United States and other empowered officials of the United States Patent and Trademark Office and in any applicable jurisdictions outside the United States to record the transfer of the registrations and/or applications for registration for the Trademarks to Assignee as assignee of Assignor's entire right, title and interest therein. Assignor agrees to further execute any documents reasonably necessary to effect this assignment or to confirm Assignee's ownership of the Trademarks.

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 taken together shall constitute one and the same instrument. Each counterpart may be delivered by facsimile transmission, which transmission shall be deemed delivery of an originally executed document.

IN WITNESS WHEREOF, the parties hereto have executed this Assignment as of the date first above written.

ASSIGNOR:

Attune Foods, Inc.

By: 
Name: Rob Hurlbut
Title: Chief Executive Officer

ASSIGNEE:

Post Foods, LLC

By: _____
Name: Diedre J. Gray
Title: SVP, General Counsel and Secretary

[SIGNATURE PAGE TO TRADEMARK ASSIGNMENT]

IN WITNESS WHEREOF, the parties hereto have executed this Assignment as of the date first above written.

ASSIGNOR:

ASSIGNEE:

Attune Foods, Inc.

Post Foods, LLC

By: _____

By:  _____

Name: Rob Hurlbut

Name: Diedre J. Gray

Title: Chief Executive Officer

Title: SVP, General Counsel and Secretary

[SIGNATURE PAGE TO TRADEMARK ASSIGNMENT]

TRADEMARK
REEL: 004937 FRAME: 0984

Exhibit A to TRADEMARK ASSIGNMENT

<u>Trademark</u>	<u>Jurisdiction</u>	<u>Status</u>	<u>Application Filing Date</u>	<u>Date of Registration</u>	<u>App. Ser. Number</u>	<u>Registration Number</u>
Erewhon	US	Registered	06/19/06	04/17/07	78911342	3229842
Good Health Begins Within!	US	Registered	08/25/06	01/15/08	78961045	3370897
Keeps Your Body Humming	US	Registered	08/04/06	08/28/07	78945697	3287147
Attune	US	Registered	06/19/06	08/28/07	78911772	3287144
Keeps Your Body Humming	US	Registered	04/21/06	09/11/07	78867344	3292181
Good Health Begins Within	US	Registered	04/21/06	10/02/07	78867343	3304524
Attune	US	Registered	02/06/06	11/13/07	78808468	3336806
Erewhon Strawberry Crisp	US	Registered	12/04/08	08/18/09	77626178	3668808
New Morning	US	Registered	03/06/07	10/23/07	77122976	3316957
Attune	US	Pending	04/02/08		77438194	
Probiotics Good for Life! and Design	US	Registered	12/04/06	01/22/08	77056704	3373610
New Morning	US	Registered	06/01/00	03/11/03	76061269	2694473
Cocomotion	US	Registered	04/17/97	01/19/99	75276894	2219627
Rice Twice	US	Registered	04/07/95	11/19/96	74660270	2018382
Uncle Sam	US	Registered	02/08/94	02/14/95	74488212	1878790
Banana O'S	US	Registered	02/05/92	03/02/93	74243496	1756201
U.S. Mills	US	Registered	06/21/91	11/03/92	74178340	1729653
Erewhon	US	Registered	03/22/91	06/16/92	74150127	1694682
Our Great Taste Comes Naturally	US	Registered	03/22/91	03/24/92	74150034	1680526
Erewhon	US	Registered	03/01/91	07/21/92	74143426	1701981
Apple Stroodles	US	Registered	05/15/90	11/19/91	74059234	1665522
Aztec	US	Registered	08/08/88	04/25/89	73744842	1536604
New Morning	US	Registered	04/20/87	12/29/87	73656158	1470855
Fruit-E-O'S	US	Registered	07/21/86	09/29/87	73610622	1459416
Barley Plus	US	Registered	06/02/86	12/16/86	73601664	1421349
Erewhon & design	US	Registered	05/21/84	04/30/85	73481103	1333486

Oatios	US	Registered	05/14/84	02/03/87	73480149	1427655
Erehwon	US	Registered	07/03/72	10/02/73	72429054	0969721
Uncle Sam	US	Pending	04/05/11		85287106	
Attune Foods	US	Pending	01/05/11		85210879	
Attune	Canada	Pending	10/02/08		1413119	
Attune	EU	Registered	10/02/08	06/26/09	007316185	007316185
Attune	Japan	Registered	10/02/08	10/22/10	2008080468	5362222
Attune Logo	EU	Registered	08/26/08	05/24/09	007230154	007230154
Attune Logo	Japan	Registered	08/26/08	03/27/09	2008069970	5218367
New Morning	Canada	Registered	09/20/07	07/16/10	1364469	TMA772119
New Morning	EU	Registered	07/30/02	10/20/03	2791465	2791465
Erehwon	Canada	Registered	07/31/03	02/16/05	1186195	TMA632884
Erehwon	Canada	Registered	01/02/1973	12/14/1973	0360036	TMA196171
Barley Plus	Canada	Registered	12/15/86	07/15/88	0574730	TMA342655
Aztec	Canada	Registered	11/28/89	1/11/91	0645809	TMA378194
U.S. Mills	EU	Registered	09/13/96	10/15/98	000357319	000357319
Uncle Sam	Canada	Registered	07/21/94	06/30/95	0759916	TMA444812
Uncle Sam	Mexico	Registered	07/26/94	04/08/97	206490	545881
Uncle Sam		Registered	08/31/94	10/04/96	26318	38569

	Saudi Arabia					
Rice Twice	Canada	Registered	05/15/96	07/29/97	812798	TMA479120
Cocomotion	Canada	Registered	11/18/97	09/11/98	0861984	TMA500478
Oats Plus	Canada	Registered	01/27/99	08/15/00	1001601	TMA531177

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