

3/8/13  
RE 900246505

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### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

**1. Name of conveying party(ies):**

Dean Foods Company

- Individual(s)
- General Partnership
- Corporation- State: Delaware
- Other \_\_\_\_\_
- Association
- Limited Partnership

Citizenship (see guidelines) \_\_\_\_\_

Additional names of conveying parties attached?  Yes  No

**3. Nature of conveyance )/Execution Date(s) :**

Execution Date(s) January 22, 2013 & February 8, 2013

- Assignment
- Security Agreement
- Other \_\_\_\_\_
- Merger
- Change of Name

**2. Name and address of receiving party(ies)**

Additional names, addresses, or citizenship attached?  Yes  No

Name: Suiza Dairy Group, LLC

Internal

Address: \_\_\_\_\_

Street Address: 2711 North Haskell Avenue, Suite 3400

City: Dallas

State: Texas

Country: U.S.A. Zip: 75204

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other Company

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from assignment)

**4. Application number(s) or registration number(s) and identification or description of the Trademark.**

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

4,259, 178

Additional sheet(s) attached?  Yes  No

**C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):**

BARISTA CHILLERS

**5. Name & address of party to whom correspondence concerning document should be mailed:**

Name: Bridget G. Johnson

Internal Address: \_\_\_\_\_

Street Address: 2711 North Haskell Avenue, Suite 3400

City: Dallas

State: Texas Zip: 75204

Phone Number: 214-303-3411

Fax Number: 214-721-8835

Email Address: tms@deanfoods.com

**6. Total number of applications and registrations involved:**

1

**7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$40.00**

- Authorized to be charged to deposit account
- Enclosed

**8. Payment Information:**

Deposit Account Number 500785

Authorized User Name Jackie Gwinn

**9. Signature:**

Jackie T. Gwinn  
Signature  
Jackie T. Gwinn  
Name of Person Signing

March 8, 2013

Date

Total number of pages including cover sheet, attachments, and document: 4

40. fee pd.

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

**TRADEMARK ASSIGNMENT**

WHEREAS, Dean Foods Company ("DFC"), a Delaware corporation having its principal place of business at 2711 Haskell Avenue, Suite 3400, Dallas Texas 75204, is the owner of the following trademarks:

**United States**

**MARK**

**REGISTRATION NO./SERIAL NO.**

BARISTA CHILLERS

4,259,178

WHEREAS, Suiza Dairy Group, LLC, a Delaware limited liability company ("SDG"), Morningstar Foods, LLC ("Assignee"), a Delaware limited liability company having a principle place of business at 2411 North Haskell Avenue, Suite 3400, Dallas, Texas 75204, and DFC are parties to that certain Contribution Agreement, executed on or about November 19, 2012, pursuant to which DFC is obligated to assign said trademarks to SDG, and SDG is obligated to assign said trademarks to Assignee.


NOW, THEREFORE, in consideration of the forgoing and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, DFC hereby assigns to SDG and, upon the assignment from DFC, SDG hereby assigns to Assignee the entire right, title and interest in and to said trademarks, all applications and registrations therefore, the right to sue for, settle and release past, present and future infringement of said trademarks, and the goodwill of the business symbolized by said trademarks.

DFC and SDG covenant that they have the full right to convey the entire interest herein assigned, and that they have not executed, and will not execute, any agreement in conflict herewith. DFC and SDG further covenant and agree that they will sign all lawful papers, make all rightful declarations and/or oaths and generally do what is necessary to enable Assignee, its successors, legal representatives and assigns, to record and enforce this assignment.

[signatures on following page]

Signed this 22 day of Jan, 2013.

**Dean Foods Company**

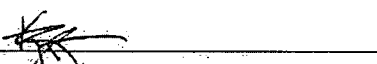
By: 

Name: Rachel Gonzalez

Title: EVP, General Counsel Designate  
and Assistant Secretary

Date: 1-22-2013

**Morningstar Foods, LLC**

By: 

Name: Kevin C. Yost

Title: President

Date: 2-8-13

**Suiza Dairy Group, LLC**

By: 

Name: Rachel Gonzalez

Title: SVP and Secretary

Date: 1-22-2013

STATE OF TEXAS §  
COUNTY OF DALLAS §

On this 22 day of Jan, 2013, before me a notary public, the undersigned, personally appeared Rachel Gonzalez, known to me (or satisfactorily proven) to be the person whose name is subscribed to the above instrument, and acknowledged that he executed the same in the capacity and for the purposes therein contained.

In witness whereof, I hereunto set my hand and official seal.



Cathie Nolen  
Notary Public

STATE OF TEXAS §  
COUNTY OF DALLAS §

On this 22 day of Jan, 2013, before me a notary public, the undersigned, personally appeared Rachel Gonzalez, known to me (or satisfactorily proven) to be the person whose name is subscribed to the above instrument, and acknowledged that he executed the same in the capacity and for the purposes therein contained.

In witness whereof, I hereunto set my hand and official seal.

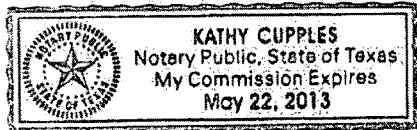


Cathie Nolen  
Notary Public

STATE OF TEXAS §  
COUNTY OF DALLAS §

On this 8<sup>th</sup> day of February, 2013, before me a notary public, the undersigned, personally appeared Kevin Vost, known to me (or satisfactorily proven) to be the person whose name is subscribed to the above instrument, and acknowledged that he executed the same in the capacity and for the purposes therein contained.

In witness whereof, I hereunto set my hand and official seal.



Kathy Cupples  
Notary Public