

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
HSBC BANK CANADA, AS ADMINISTRATION AGENT		04/09/2013	Banking Institution: CANADA

RECEIVING PARTY DATA

Name:	Village Farms, L.P.
Street Address:	195 International Parkway
Internal Address:	Suite 100
City:	Heathrow
State/Country:	FLORIDA
Postal Code:	32746
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

PROPERTY NUMBERS Total: 27

Property Type	Number	Word Mark
Registration Number:	2422551	BABY BEEFS
Registration Number:	4155265	CMAP
Registration Number:	4227181	DELECTABLE TOV
Registration Number:	3530916	FROM OUR HOUSE TO YOUR HOME
Registration Number:	2142404	FROM OUR HOUSE TO YOUR HOME
Registration Number:	4147648	GATES
Registration Number:	4124908	HEAVENLY VILLAGIO MARZANO
Registration Number:	2601432	HOME CHOICE
Registration Number:	3687265	HYDRO BITES
Registration Number:	3530917	HYDROPERFECT
Registration Number:	2993371	HYDROPERFECT
Registration Number:	4092589	JUICY BEEFSTEAK
Registration Number:	4234981	LIP SMACKN' GRAPES

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Registration Number:	3160160	MINI SENSATIONS
Registration Number:	2738773	RED SPLENDOR
Serial Number:	77443508	RED SPLENDOR CAMPARI
Serial Number:	77443507	HYDROPERFECT CAMPARI
Serial Number:	85371657	EXQUISITE HEIRLOOM
Registration Number:	4092590	SAVORY ROMA
Registration Number:	4231065	SCRUMPTIOUS MINI
Serial Number:	77443511	SINFULLY SWEET CAMPARI
Registration Number:	4148072	SWEET BELLS
Registration Number:	3481665	TRIANA
Registration Number:	1704348	VILLAGE FARMS
Registration Number:	4227034	VILLAGE FARMS GREENHOUSE GROWN
Registration Number:	3091531	WHERE FRESHNESS IS ALWAYS IN SEASON
Serial Number:	85388204	PURE REBEL

CORRESPONDENCE DATA

Fax Number: 2063599160
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Email: crachina@perkinscoie.com
Correspondent Name: Corina Rachina/Perkins Coie LLP
Address Line 1: 1201 3rd Avenue
Address Line 2: Suite 4900
Address Line 4: Seattle, WASHINGTON 98121

ATTORNEY DOCKET NUMBER:	29356-0006
NAME OF SUBMITTER:	Corina Rachina/Perkins Coie LLP
Signature:	/s/ Corina Rachina
Date:	04/11/2013

Total Attachments: 9
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FULL RELEASE AND RECONVEYANCE OF SECURITY INTEREST

This Full Release and Reconveyance of Security Interest (the "**Release**"), dated as of April 9, 2013, is granted by HSBC Bank Canada, as Administrative Agent on Behalf of the Lenders ("**Secured Party**"), together with its successors, having a place of business at 200-885 West Georgia Street, Vancouver, B.C., Canada V6C 3G1 in favor of Village Farms, L.P. (hereinafter "**Grantor**"), residing at 195 International Parkway, Suite 100, Heathrow, Florida 32746.

WHEREAS, the Secured Party and Grantor are parties to that certain Intellectual Property Security Agreement dated as of September 22, 2011 (collectively, the "**Security Agreement**") pursuant to which, among other things, Grantor granted to Secured Party a security interest in the Trademark Collateral (defined below).

WHEREAS, on September 29, 2011, the Secured Party recorded the Security Agreement relating to the certain trademarks of Grantor, listed on the attached Schedule A (the "**Trademark Collateral**") by virtue of a Trademark Assignment, in the United States Patent and Trademark Office at Reel/Frame 4633/0132.


WHEREAS, Grantor has completely satisfied the "Secured Obligations" (as defined in the Security Agreement).

NOW THEREFORE, FOR VALUE RECEIVED, the Secured Party does hereby irrevocably and unconditionally release and reconvey unto Grantor, its successors, assigns and legal representatives, its security interest in and to the Trademark Collateral including, without limitation, all proceeds thereof (such as, by way of example, license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements, all rights corresponding thereto throughout the world and all divisions, reissues, substitutions, continuations, continuations-in-part, renewals and extensions thereof.

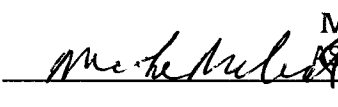
[Signature Pages Follow]

IN WITNESS WHEREOF, the Secured Party has caused this Release to be duly executed as of the first date written above.

HSBC BANK CANADA, as Administrative Agent on Behalf of the Lenders

By:  **BOB ELLIOTT**
ASSISTANT VICE PRESIDENT
SPECIAL CREDIT

HSBC BANK CANADA, as Administrative Agent on Behalf of the Lenders

By:  **MICHAEL LE NABAT**
ASSISTANT VICE PRESIDENT
SPECIAL CREDIT

PROOF OF EXECUTION BY CORPORATION

I certify that on the 9 day of April, 2013, at Vancouver, in British Columbia, BOB ELLIOTT whose identity has been proved by the evidence on oath of MICHAEL LENABAT OF 600 - 885 West Georgia Street, Vancouver B.C., ASSISTANT VICE PRESIDENT [state full name, address and occupation], who is personally known to me, appeared before me and acknowledged to me that he/she is the authorized signatory of HSBC BANK Canada and that he/she is the person who subscribed his/her name and affixed the seal of the corporation to the instrument, that he/she was authorized to subscribe his/her name and affix the seal to it, and that the corporation existed at the date the instrument was executed by the corporation.

9 In testimony of which I set my hand and seal of office at Vancouver, this day of April, 2013.

D7j
A Notary Public in and for the Province of British Columbia or a Commissioner for taking Affidavits for British Columbia.

DANIELLE R. TOIGO
Barrister & Solicitor
Fasken Martineau DuMoulin LLP
2900 - 550 Burrard Street
Vancouver, BC V6C 0A3
604 631 4783

PROOF OF EXECUTION BY CORPORATION

I certify that on the 9 day of April, 2013, at
VANCOUVER, in British Columbia,
MICHAEL LE NABAT, whose identity has been proved by the evidence
on oath of BOB ELLIOTT of 600-885 West
Georgia Street, Vancouver B.C.,
Assistant Vice President

[state full name, address and occupation], who is personally known to me, appeared before me and acknowledged to me that he/she is the authorized signatory of HSBC Bank
Canada and that he/she is the person who subscribed his/her name and affixed the seal of the corporation to the instrument, that he/she was authorized to subscribe his/her name and affix the seal to it, and that the corporation existed at the date the instrument was executed by the corporation.

In testimony of which I set my hand and seal of office at VANCOUVER, this
9 day of April, 2013.


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A Notary Public in and for the Province of
British Columbia or a Commissioner for
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DANIELLE R. TOIGO
Barrister & Solicitor
Fasken Martineau DuMoulin LLP
2900 - 550 Burrard Street
Vancouver, BC V6C 0A3
604 631 4733

**Schedule A
Trademark Collateral**


Mark ↓	Country	App. Number	App. Date	Reg. Number	Reg. Date	Classes	Goods	Next Action Due
BABY BEEFS	USA	75/528439	7/29/1998	2,422,551	1/23/2001	(31)	fresh fruit and vegetables	REGISTERED Renewal Due: 01/23/2021
CMAP	USA	85/263045	3/10/2011	4,155,265	6/5/2012	(35)	business consulting services relating to monitoring, controlling managing greenhouse environments for others	REGISTERED Renewal Due: 6/5/2022
DELECTABLE TOV	USA	85/388190	8/3/2011	4,227,181	10/16/2012	(31)	fresh fruit and vegetables	REGISTERED Sec. 8&15 Aff. Due: 10/16/2018
EXQUISITE HEIRLOOM	USA	85/371657	7/14/2011			(31)	fresh fruit and vegetables	PENDING
FROM OUR HOUSE TO YOUR HOME	USA	77/451941	4/18/2008	3,530,916	11/11/2008	(31)	fresh fruits and vegetables	REGISTERED Sec. 8&15 Aff. Due: 11/11/2014
FROM OUR HOUSE TO YOUR HOME	USA	75/234479	1/31/1997	2,142,404	3/10/1998	(31)	fresh greenhouse tomatoes	REGISTERED Renewal Due: 03/10/2018
GATES	USA	85/371628	3/10/2011	4,147,648	5/22/2012	(35; 42)	business management of greenhouses for others; design and development of greenhouses for others	REGISTERED Renewal Due: 5/22/2022
HEAVENLY VILLAGIO MARZANO	USA	85/371713	7/14/2011	4,124,908	4/10/2012	(31)	Fresh fruit and vegetables	REGISTERED Sec. 8 & 15 Aff. Due: 4/10/2018
HOME CHOICE	USA	75/528441	7/29/1998	2,601,432	7/30/2002	(31)	fresh fruit and vegetables	REGISTERED Renewal Due: 7/30/2022

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Mark ↓	Country	App. Number	App. Date	Reg. Number	Reg. Date	Classes	Goods	Next Action Due
HYDRO BITES	USA	77/563397	9/5/2008	3,687,265	9/22/2009	(31)	fresh vegetables; raw vegetables; fresh fruits; unprocessed fruits	REGISTERED Sec. 8&15 Aff. Due: 9/22/2015
HYDROPERFECT	Canada	1454391	10/6/2009	781,352	11/2/2010	()	fresh vegetables and fresh fruits	REGISTERED Renewal Due: 11/2/2025
HYDROPERFECT	Mexico	1063658	1/28/2010	1,151,189	1/28/2010	(31)	fresh fruits & vegetables and tomatoes, cucumbers and peppers	REGISTERED Renewal Due: 01/28/2020
HYDROPERFECT	USA	77/451943	4/18/2008	3,530,917	11/11/2008	(31)	fresh fruits	Registered: Sec. 8&15 Aff. Due: 11/11/2014
HYDROPERFECT	USA	78/406394	4/22/2004	2,993,371	9/6/2005	(31)	unprocessed vegetables; fresh vegetables	REGISTERED Renewal Due: 9/6/2015
HYDROPERFECT CAMPARI	USA	77/443507	4/9/2008			(31)	fresh tomatoes	PENDING
HYDROPERFECT VILLAGE FARMS & DESIGN 	Mexico	1151455	1/31/2011	1,215,081	4/29/2011	(31)	fresh fruit & vegetables and tomatoes, cucumbers and peppers; transport; packaging and storage of goods	REGISTERED Renewal Due: 1/31/2021
HYDROPERFECT VILLAGE FARMS GREENHOUSE GROWN & DESIGN	Mexico	1063660	1/28/2010	1,182,912	10/7/2010	(39)	transport services; packing and storage of merchandise, excluding specifically gas transportation and storage l.p.	REGISTERED Renewal Due: 1/28/2020

Mark ↓	Country	App. Number	App. Date	Reg. Number	Reg. Date	Classes	Goods	Next Action Due
								
JUCY BEEFSTEAK	USA	85/371632	7/14/2011	4,092,589	1/24/2012	(31)	fresh fruit and vegetables	REGISTERED A Sec. 8&15 Aff. Due: 1/24/2018
LIP-SMACKN' GRAPES	USA	85/388208	8/3/2011	4,234,981	10/30/2012	(31; 35; 42)	fresh fruits and vegetables; business consulting services in the field of monitoring, controlling and managing greenhouse environments of others, business management of greenhouses for others; research and development; design and development of greenhouses for others	REGISTERED A Sec. 8&15 Aff. Due: 10/30/2018
MINI SENSATIONS	USA	78/479281	9/7/2004	3,160,160	10/17/2006	(31)	fresh tomatoes	REGISTERED Renewal Due: 10/17/2016
PURE REBEL	USA	85/388204	8/3/2011			(31)	fresh fruit and vegetables	PENDING
RED SPLENDOR	USA	76/387890	3/26/2002	2,738,773	7/15/2003	(31)	fresh vegetables, namely tomatoes	REGISTERED Renewal Due: 7/15/2013
RED SPLENDOR CAMPARI	USA	77/443508	4/9/2008			(31)	fresh tomatoes	PENDING

Mark ↓	Country	App. Number	App. Date	Reg. Number	Reg. Date	Classes	Goods	Next Action Due
SAVORY ROMA	USA	85/371660	7/14/2011	4,092,590	1/24/2012	(31)	fresh fruit and vegetables	Application suspended as of 8/6/2008 REGISTERED
SCRUMPTIOUS MINIS	USA	85/388197	8/3/2011	4,231,065	10/23/2012	(31)	fresh vegetables	Sec. 8&15 Aff. Due: 1/24/2018 REGISTERED
SINFULLY SWEET	Canada	1456301	10/21/2009	778,523	9/30/2010	()	fresh vegetables and fresh fruits	Sec. 8&15 Aff. Due: 10/23/2018 REGISTERED
SINFULLY SWEET CAMPARI	USA	77/443511	4/9/2008			(31)	Fresh tomatoes	Renewal Due: 9/30/2025 PENDING
SWEET BELLS	USA	85/371628	7/14/2011	4,148,072	5/22/2012	(31)	fresh vegetables	REGISTERED
TRIANA	USA	77/167599	4/27/2007	3,481,665	8/5/2008	(31)	fresh vegetables; raw vegetables; raw fruits; unprocessed fruits	Sec. 8&15 Aff. Due: 5/22/2018 REGISTERED
VILLAGE FARMS	Canada	1454390	10/6/2009	786,166	12/30/2010	()	fresh vegetables and fresh fruits	Sec. 8&15 Aff. Due: 8/5/2014 REGISTERED
VILLAGE FARMS	USA	74/140519	2/19/1991	1,704,348	7/28/2002	(31)	agricultural products; namely, fresh vegetables and fresh fruits	Renewal Due: 12/30/2025 REGISTERED

Mark ↓	Country	App. Number	App. Date	Reg. Number	Reg. Date	Classes	Goods	Next Action Due
VILLAGE FARMS GREENHOUSE GROWN & DESIGN 	USA	85/374049	7/18/2011	4,227,034	10/16/2012	(31; 35; 42)	fresh fruits and vegetables; business consulting services in the field of monitoring, controlling and managing greenhouse environments of others; business management of greenhouses for others; research and development; design and development of greenhouses for others	REGISTERED Sec. 8&15 Aff. Due: 10/16/2018
Villagefarms.xxx	Domain		12/1/2011					"BLOCK" registration (prevents others from registering or using .xxx domain) Renewal Due: 12/1/2021
WHERE FRESHNESS IS ALWAYS IN SEASON	USA	78/532675	12/15/2004	3,091,531	5/9/2006	(31)	fresh fruits and vegetables	REGISTERED Renewal Due: 5/9/2016