

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
The Quaker Oats Company		04/16/2013	CORPORATION: NEW JERSEY
RECEIVING PARTY DATA			
Name:	PepsiCo, Inc.		
Street Address:	700 Anderson Hill Road		
City:	Purchase		
State/Country:	NEW YORK		
Postal Code:	10577		
Entity Type:	CORPORATION: NORTH CAROLINA		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Serial Number:	85558328	NU NRML	
Serial Number:	85311193	WELLO	
Serial Number:	85311276	WELLO	
Serial Number:	85602133	WELLO	
Serial Number:	85311240	WELLO	
Serial Number:	85311295	WELLO	
Serial Number:	85602759	WELLO	
CORRESPONDENCE DATA			
Fax Number:	3128211316		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	3128211408		
Email:	janet.silverberg@pepsico.com		
Correspondent Name:	Janet Silverberg		
Address Line 1:	555 West Monroe Street		

CH \$190.00 85558328

Address Line 4: Chicago, ILLINOIS 60661

ATTORNEY DOCKET NUMBER: GNG - CAP

NAME OF SUBMITTER: Janet Silverberg

Signature: /janet silverberg/

Date: 05/14/2013

Total Attachments: 2
source=US - TQOC Wello and Nu Nrml to PepsiCo 201304163#page1.tif
source=US - TQOC Wello and Nu Nrml to PepsiCo 201304163#page2.tif

ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT, dated as of April 16, 2013 (the "Assignment"), is made by The Quaker Oats Company, with a place of business at 555 West Monroe Street, Chicago, IL 60661 ("Assignor") to PepsiCo, Inc., with a place of business at 700 Anderson Hill Road, Purchase New York 10577 ("Assignee").

WHEREAS, Assignor owns the trademarks listed in Exhibit A, attached hereto (the "Trademarks"); and

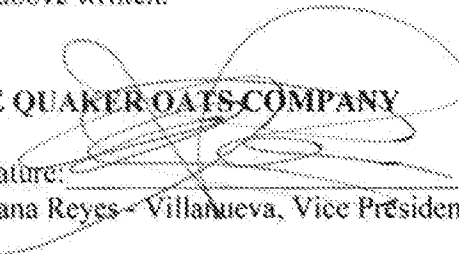
WHEREAS, Assignor has agreed to sell, assign, transfer and convey to Assignee all of Assignor's right, title and interest in and to the Trademarks and the goodwill associated with the Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, Assignor hereby takes the following actions and makes the following agreements:

1. Assignor hereby sells, assigns, transfers and conveys to Assignee, Assignor's entire right, title and interest in and to the Trademarks and the goodwill associated with the use of and symbolized by the Trademarks. Further, Assignor hereby assigns, transfers and sets over unto Assignee, Assignor's rights, if any, to sue for and to collect damages, profits and other relief for any past infringement of the Trademarks.
2. Assignor warrants that it does not and will not use any other trademark which may be confusingly similar to the Trademarks. Assignor agrees that it will not file any applications to register the Trademarks or any mark which may be confusingly similar to the Trademarks. Assignor further warrants it has not heretofore agreed to any restrictions upon the use of the Trademarks and has not assigned, licensed or otherwise granted rights in the Trademarks to any other person or entity.
3. At the request of Assignee, Assignor shall execute and deliver to Assignee any and all additional documents as Assignee may reasonably require to vest title to the Trademarks in Assignee and/or to carry out the intent of this Assignment.

IN WITNESS WHEREOF, Assignor has duly executed this Assignment as of the day and year first above written.

THE QUAKER OATS COMPANY

Signature: 
Adriana Reyes-Villanueva, Vice President

PEPSICO, INC.


Signature: 
Janet Silverberg, Assistant Secretary

EXHIBIT A

NU NRML (Stylized) - Application Number 85/558328

WELLO - Application Number 85/311193

WELLO - Application Number 85/311276

WELLO - Application Number 85/602133

WELLO (Stylized) - Application Number 85/311240

WELLO (Stylized) - Application Number 85/311295

WELLO (Stylized) - Application Number 85/602759