

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
Happy Planet Foods, Inc.		10/26/2013	CORPORATION: CANADA

RECEIVING PARTY DATA

Name:	Earth's Own Food Company Inc.
Street Address:	200-4190 Lougheed Highway
City:	Burnaby
State/Country:	BRITISH COLUMBIA
Postal Code:	V5C 6A8
Entity Type:	CORPORATION: CANADA

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Serial Number:	85846781	FEEL GOOD FOOD
Serial Number:	85846755	FEEL GOOD FOOD (AND JUICES)
Registration Number:	2239717	HAPPY PLANET
Registration Number:	3346520	HAPPY PLANET
Registration Number:	2820133	HAPPY PLANET
Registration Number:	3317399	HAPPY PLANET
Registration Number:	4336901	HAPPY PLANET
Registration Number:	4336902	HAPPY PLANET HEALTH SHOTS
Serial Number:	85846806	HAPPY PLANET LOCALS
Serial Number:	85846737	HAPPY PLANET

CORRESPONDENCE DATA

Fax Number: 8015786999  
 Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

OP \$265.00 85846781

Phone: (801) 328-3131  
Email: tm-slc@stoel.com  
Correspondent Name: Michael E. Mangelson  
Address Line 1: 201 South Main Street, Suite 1100  
Address Line 4: Salt Lake City, UTAH 84111

ATTORNEY DOCKET NUMBER:	47344-1
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**DOMESTIC REPRESENTATIVE**

Name: Michael E. Mangelson  
Address Line 1: 201 South Main Street, Suite 1100  
Address Line 4: Salt Lake City, UTAH 84111

NAME OF SUBMITTER:	Michael E. Mangelson
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Signature:	/Michael E. Mangelson/
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Date:	10/29/2013
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**Total Attachments: 9**

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## ASSIGNMENT OF TRADEMARK

WHEREAS, **Happy Planet Foods, Inc.**, (hereinafter referred to as ASSIGNOR), a company organized under the laws of British Columbia, Canada, having an address at 200 – 4190 Lougheed Highway, Burnaby, British Columbia V5C 6A8, Canada, is the owner of rights in certain trademarks in Australia, Canada, China, the European Community, Hong Kong, Korea, New Zealand and the United States of America, as set forth in the SCHEDULE annexed hereto and made part hereof (the TRADEMARKS); and

WHEREAS, **Earth's Own Food Company Inc.** (hereinafter referred to as ASSIGNEE), a corporation organized under the laws of Canada, having an address at 200 – 4190 Lougheed Highway, Burnaby, British Columbia V5C 6A8, Canada, is the successor in interest to the ASSIGNOR; and

WHEREAS, ASSIGNOR desires to assign and ASSIGNEE desires to receive all of ASSIGNOR'S right, title and interest in and to the TRADEMARKS, together with the portion of the business to which the TRADEMARKS pertain and the goodwill associated therewith.

NOW, THEREFORE, in consideration of the sum of US\$1 and other good and valuable consideration paid to ASSIGNOR by ASSIGNEE, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR hereby sells, assigns and transfers to ASSIGNEE, its successors and assigns its entire right, title and interest in and to the TRADEMARKS, together with all the benefits of any use of the TRADEMARKS, and the goodwill of the business associated with the TRADEMARKS and to the wares and/or services associated with them, all common law rights related thereto, all rights of registration, renewal and extension; and

ASSIGNOR does also hereby sell, assign and transfer unto ASSIGNEE, its successors and assigns all claims for damages by reason of past passing off or infringement of the TRADEMARKS, and the right to sue for and collect the same; and


ASSIGNOR further authorizes the the official trade-mark authorities of each of Australia, Canada, China, the European Community, Hong Kong, Korea, New Zealand and the United States of America to record the rights to the TRADEMARKS as listed in the annexed SCHEDULE as the property of ASSIGNEE; and

ASSIGNOR further consents to ASSIGNEE applying solely for the registration of this assignment; and

ASSIGNOR further agrees to execute such further documents as may be required to record and/or establish ASSIGNEE as the owner of the TRADEMARKS, and all rights herein assigned.


**Assignor:**

**Happy Planet Foods, Inc.**

By:   
Name: Mahesh Nathoo  
Title: President & CEO  
October 26, 2013


**Assignee:**

**Earth's Own Food Company Inc.**

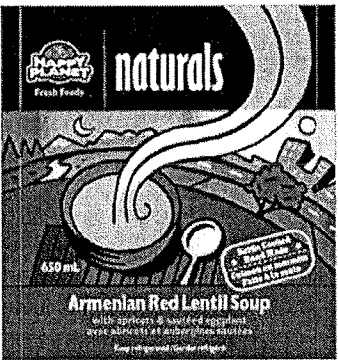
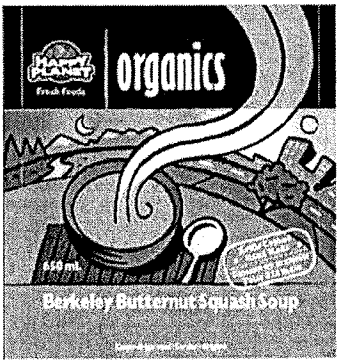
By:   
Name: Mahesh Nathoo  
Title: President & CEO  
October 26, 2013




**SCHEDULE**



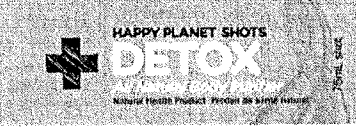
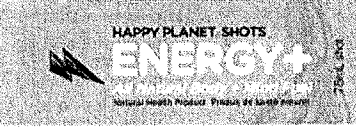

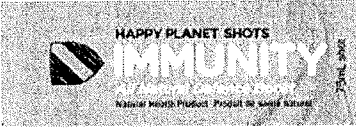
**A. Australian Marks**

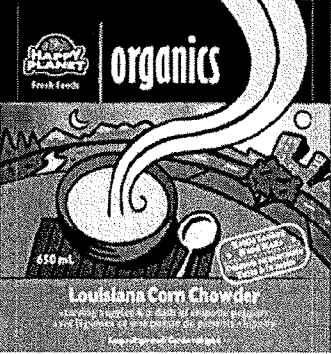
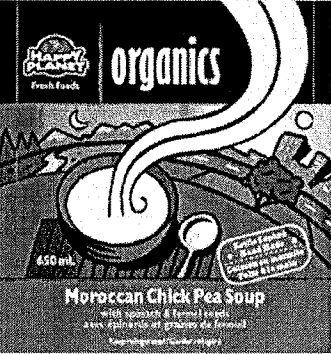
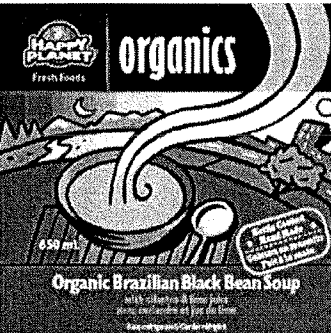
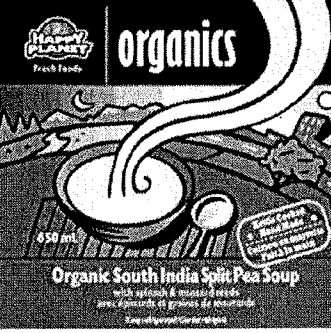
Trademark	Reg. No.	App No.
1. HAPPY PLANET	1147365	
	1147363	
2. HAPPY PLANET & Design		
3. HAPPY PLANET	1439726	

**B. Canadian Marks**

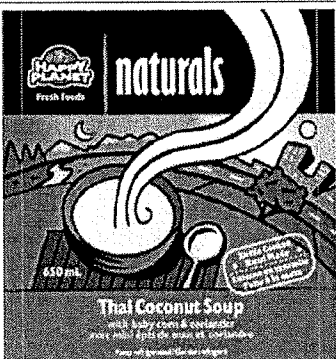
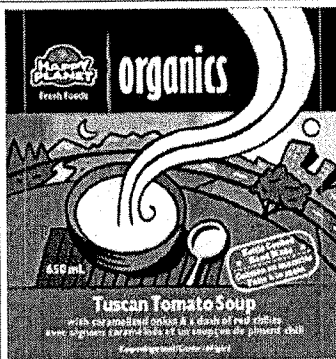
Trademark	Reg. No.	App No.
1. ABUNDANT C	TMA728,722	1,360,675
	TMA726,462	1,381,528
2. ARMENIAN RED LENTIL SOUP & Design		
	TMA726,463	1,381,529
3. BERKELEY BUTTERNUT SQUASH SOUP		
4. CLEAN GREEN	TMA728,732	1,360,683
5. ESSENTIAL ENERGY	TMA780,342	1,434,467

6. EXTREME GREEN	TMA719,556	1,360,676
7. EXTREME PURPLE	TMA719,557	1,360,677
8. FEEL GOOD FOOD	-	1,601,442
9. FEEL GOOD FOOD (AND JUICES)	-	1,601,444
10. GLOBALLY INSPIRED, LOCALLY MADE	-	1,612,801
 11. HAPPY PLANET & DESIGN	TMA461,237	773,157
12. HAPPY PLANET	TMA664,406	886,259
13. HAPPY PLANET	TMA607,834	1,145,846
 14. HAPPY PLANET & Design	TMA679,928	1,284,892
15. HAPPY PLANET	TMA823,304	1,355,988
16. HAPPY PLANET	TMA836,179	1,478,900
 17. HAPPY PLANET & DESIGN	-	1,601,438
18. HAPPY PLANET HEALTH SHOTS	TMA836,178	1,469,739
19. HAPPY PLANET LOCALS	-	1,601,440
20. HAPPY PLANET ORGANIC	TMA699,755	1,325,343


 <p>21. HAPPY PLANET ORGANIC &amp; Design</p>	TMA699,754	1,325,345
 <p>22. HAPPY PLANET ORGANIC HEALTH &amp; Design</p>	TMA752,026	1,422,532
 <p>23. HAPPY PLANET SHOTS DETOX ALL NATURAL BODY PURIFIER &amp; Design</p>	TMA753,258	1,420,708
 <p>24. HAPPY PLANET SHOTS ENERGY + ALL NATURAL BODY + MIND FUEL &amp; Design</p>	TMA751,948	1,420,706
 <p>25. HAPPY PLANET SHOTS GLOW ALL NATURAL SKIN NUTRITION &amp; Design</p>	TMA751,944	1,420,709
 <p>26. HAPPY PLANET SHOTS IMMUNITY ALL NATURAL DEFENCE BOOST &amp; Design</p>	TMA751,946	1,420,707
<p>27. LOCALLY INSPIRED, LOCALLY MADE</p>	-	1,612,800

 <p>650 ml Louisiana Corn Chowder with tomatoes &amp; green onions avec tomates et oignons verts Vegan/vegetarian/Gluten-free</p>	TMA726,461	1,381,532
28. LOUISIANA CORN CHOWDER & Design		
29. MICROJUICERY	TMA547,943	886,261
 <p>650 ml Moroccan Chick Pea Soup with zucchini &amp; fennel seeds avec zucchini et graines de fenouil Vegan/vegetarian/Gluten-free</p>	TMA726,465	1,381,531
30. MOROCCAN CHICK PEA SOUP		
 <p>650 ml Organic Brazilian Black Bean Soup with cilantro &amp; lime juice avec coriandre et jus de lime Vegan/vegetarian/Gluten-free</p>	TMA743,183	1,418,066
31. ORGANIC BRAZILIAN BLACK BEAN SOUP & Design		
 <p>650 ml Organic South India Split Pea Soup with tomatoes &amp; mustard seeds avec tomates et graines de moutarde Vegan/vegetarian/Gluten-free</p>	TMA743,184	1,418,065
32. ORGANIC SOUTH INDIA SPLIT PEA SOUP & Design		




 <p>33. THAI COCONUT SOUP</p>	TMA726,464	1,381,530
 <p>34. TUSCAN TOMATO SOUP &amp; Design</p>	TMA726,647	1,381,533


**C. Chinese Marks**

Trademark	Reg. No.	App No.
1. HAPPY PLANET	5793462	-
 <p>2. HAPPY PLANET AND DESIGN</p>	5793461	-


**D. European Community Trademarks**

Trademark	Reg. No.	App No.
1. HAPPY PLANET	005480165	-
 2. HAPPY PLANET AND DESIGN	005479605	-


**E. Hong Kong Marks**

Trademark	Reg. No.	App No.
1. HAPPY PLANET	300763551	-
 2. HAPPY PLANET AND DESIGN	300763542	-


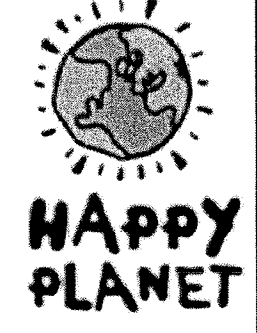
**F. Korean Marks**

Trademark	Reg. No.	App No.
1. HAPPY PLANET	40-0721655	721655
 2. HAPPY PLANET AND DESIGN	40-0721654	721654

G. New Zealand Marks

Trademark	Reg. No.	App No.
1. HAPPY PLANET	759310	-
	759311	-
2. HAPPY PLANET AND DESIGN		

H. US Marks

Trademark	Reg. No.	Serial App No.
1. FEEL GOOD FOOD	-	85846781
2. FEEL GOOD FOOD (AND JUICES)	-	85846755
3. HAPPY PLANET	2239717	75345105
4. HAPPY PLANET	3346520	75549629
5. HAPPY PLANET	2820133	75982816
	3317399	78785752
6. HAPPY PLANET AND DESIGN		
7. HAPPY PLANET	4336901	85026678
	-	85846737
8. HAPPY PLANET AND DESIGN		
9. HAPPY PLANET HEALTH SHOTS	4336902	85026705
10. HAPPY PLANET LOCALS	-	85846806