

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
PDEF, LLC		01/31/2014	LIMITED LIABILITY COMPANY: GEORGIA

RECEIVING PARTY DATA	
Name:	Paula Deen Ventures, LLC
Street Address:	10225 Main Street
Internal Address:	Suite 4
City:	Clarence
State/Country:	NEW YORK
Postal Code:	14031
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 62

Property Type	Number	Word Mark
Registration Number:	3232278	BEST DISHES
Registration Number:	3239825	BODY BY THE LADY AND SONS
Registration Number:	3916931	CAPTAIN MICHAEL'S
Registration Number:	3162606	COOKING WITH PAULA DEEN
Registration Number:	3249343	COUNTRY COOKIN' MAKES YA GOOD LOOKIN'
Registration Number:	3639147	
Registration Number:	3639146	PAULA DEEN
Registration Number:	4364112	PAULA DEEN
Registration Number:	4364110	PAULA DEEN
Registration Number:	4364109	PAULA DEEN
Registration Number:	4364108	PAULA DEEN
Registration Number:	3914450	PAULA DEEN
Registration Number:	3914440	PAULA DEEN

CH \$1565.00 3232278

Registration Number:	3914396	PAULA DEEN
Registration Number:	3914395	PAULA DEEN
Registration Number:	3914392	PAULA DEEN
Registration Number:	3914363	PAULA DEEN
Registration Number:	3914324	PAULA DEEN
Registration Number:	3914311	PAULA DEEN
Registration Number:	3914308	PAULA DEEN
Registration Number:	3914299	PAULA DEEN
Registration Number:	3668782	PAULA DEEN
Registration Number:	3804076	PAULA DEEN
Registration Number:	3639148	PAULA DEEN COLLECTION
Registration Number:	3914569	PAULA DEEN SOUTHERN DISHES
Registration Number:	3239707	SILLY SALT
Registration Number:	3239752	THE LADY CAN COOK
Registration Number:	2485908	THE LADY & SONS
Registration Number:	2350151	THE LADY & SONS
Registration Number:	3691614	THE LADY & SONS
Registration Number:	3682420	THE LADY & SONS
Serial Number:	85881046	AMARYLLIS
Serial Number:	85832847	PAULA DEEN THE BAG LADY FOUNDATION
Serial Number:	85745992	THE BAG LADY FOUNDATION
Serial Number:	85880982	GEORGIA'S BOUNTY
Serial Number:	85881518	HOLIDAY FLORAL
Serial Number:	85664633	PAULA DEEN
Serial Number:	85664623	PAULA DEEN
Serial Number:	85664616	PAULA DEEN
Serial Number:	85662954	PAULA DEEN
Serial Number:	85662907	PAULA DEEN
Serial Number:	85662803	PAULA DEEN
Serial Number:	85662784	PAULA DEEN
Serial Number:	85622961	PAULA DEEN
Serial Number:	85745995	PAULA DEEN, THE BAG LADY FOUNDATION
Serial Number:	85880976	POPPY VALLEY
Serial Number:	85881011	SOUTHERN GATHERING
Serial Number:	85881492	SOUTHERN GATHERING

	85881543	SOUTHERN PINE
Serial Number:	85881531	SPICEBERRY
Serial Number:	85880959	SPRING PRELUDE
Serial Number:	85881263	TATNALL STREET
Serial Number:	85881207	TATNALL STREET
Serial Number:	85745998	THE BAG LADY FOUNDATION
Serial Number:	85842802	TRUE SOUTHERN GREEN TEA FROM PAULA DEEN
Serial Number:	85846133	TRUE SOUTHERN LEMONADE FROM PAULA DEEN
Serial Number:	85842799	TRUE SOUTHERN TEA FROM PAULA DEEN
Serial Number:	85880993	WHITAKER
Serial Number:	78925636	PAULA DEEN
Serial Number:	77754254	PAULA DEEN BAKED GOODS
Serial Number:	77148655	PAULA'S PICKS
Serial Number:	77218019	WORTH THE WEIGHT

CORRESPONDENCE DATA

Fax Number: 6027985595
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: (602) 798-5400
Email: mckeonl@ballardspahr.com
Correspondent Name: Lauren McKeon of Ballard Spahr LLP
Address Line 1: 1 East Washington Street
Address Line 2: Suite 2300
Address Line 4: Phoenix, ARIZONA 85004-2555

ATTORNEY DOCKET NUMBER:	00161711
NAME OF SUBMITTER:	Lauren McKeon
Signature:	/Lauren McKeon/
Date:	02/10/2014

Total Attachments: 4

source=Trademark Assignment - PDEF (executed) DMWEST_10549659(1)#page1.tif
source=Trademark Assignment - PDEF (executed) DMWEST_10549659(1)#page2.tif
source=Trademark Assignment - PDEF (executed) DMWEST_10549659(1)#page3.tif
source=Trademark Assignment - PDEF (executed) DMWEST_10549659(1)#page4.tif

Trademark Assignment

In the United States Patent and Trademark Office

WHEREAS, PDEF, LLC, a Georgia limited liability company, with offices at 2391 Downing Avenue, Savannah, Georgia 31404 (the "Assignor"), owns certain trademarks and/or service marks, and applications and/or registrations for such marks, as set forth on Exhibit A attached hereto and incorporated herein by this reference (the "Marks");

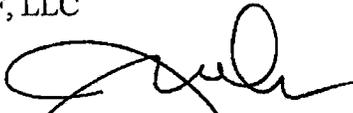
WHEREAS, Paula Deen Ventures, LLC, a Delaware limited liability company, with offices at 10225 Main Street, Suite 4, Clarence, New York 14031 (the "Assignee"), desires to acquire all of the right, title and interest of the Assignor in, to and under the Marks, together with the goodwill of the business symbolized by the Marks; and

WHEREAS, the Assignor, the Assignee and PDV Investments, LLC, a Delaware limited liability company, have entered into that certain Contribution Agreement, dated of even date herewith, pursuant to which the Assignor has agreed to transfer to the Assignee, among other things, all right, title and interest in and to the Marks and in and to the registrations and/or applications for the same.

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration paid by the Assignee to the Assignor, the receipt and sufficiency of which is hereby acknowledged, the Assignor does hereby sell, assign, transfer and convey unto the Assignee its entire right, title and interest in and to the Marks, and to the applications and/or registrations for the Marks (and the right to apply for the foregoing), together with the goodwill of the business symbolized by the Marks and the business of the Assignor to which the Marks pertain, including the right to sue and recover for any past infringement thereof.

IN WITNESS WHEREOF, the Assignor has caused this Trademark Assignment to be duly executed by an authorized officer effective as of January 31, 2014.

PDEF, LLC

By: 

Name: JAMES DEEN, JR

Title: MANAGER

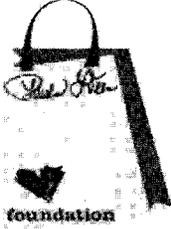
EXHIBIT A

MARKS

Trademark	Reg. No.	Reg. Date
BEST DISHES	3,232,278	4/24/2007
BODY BY THE LADY AND SONS	3,239,825	5/8/2007
CAPTAIN MICHAEL'S	3,916,931	2/8/2011
COOKING WITH PAULA DEEN	3,162,606	10/24/2006
COUNTRY COOKIN' MAKES YA GOOD LOOKIN'	3,249,343	6/5/2007
(DESIGN ONLY) 	3,639,147	6/16/2009
PAULA DEEN and Design 	3,639,146	6/16/2009
PAULA DEEN	4,364,112	7/9/2013
PAULA DEEN	4,364,110	7/9/2013
PAULA DEEN	4,364,109	7/9/2013
PAULA DEEN	4,364,108	7/9/2013
PAULA DEEN	3,914,450	2/1/2011
PAULA DEEN	3,914,440	2/1/2011
PAULA DEEN	3,914,396	2/1/2011
PAULA DEEN	3,914,395	2/1/2011
PAULA DEEN	3,914,392	2/1/2011
PAULA DEEN	3,914,363	2/1/2011
PAULA DEEN	3,914,324	2/1/2011
PAULA DEEN	3,914,311	2/1/2011
PAULA DEEN	3,914,308	2/1/2011
PAULA DEEN	3,914,299	2/1/2011
PAULA DEEN	3,668,782	8/18/2009
PAULA DEEN	3,804,076	6/15/2010
PAULA DEEN COLLECTION (Stylized) 	3,639,148	6/16/2009
PAULA DEEN SOUTHERN DISHES	3,914,569	2/1/2011

SILLY SALT	3,239,707	5/8/2007
THE LADY CAN COOK	3,239,752	5/8/2007
THE LADY & SONS	2,485,908	9/4/2001
THE LADY & SONS	2,350,151	5/16/2000
THE LADY & SONS and DESIGN  <i>The Lady & Sons</i>	3,691,614	10/6/2009
THE LADY & SONS (Stylized) <i>The Lady & Sons</i>	3,682,420	9/15/2009

PENDING MARKS

Trademark	Filing Date	Serial No.
AMARYLLIS	3/20/2013	85/881,046
(DESIGN ONLY) PAULA DEEN THE BAG LADY FOUNDATION 	1/25/2013	85/832,847
(DESIGN ONLY) PAULA DEEN THE BAG LADY FOUNDATION 	10/4/2012	85/745,992
GEORGIA'S BOUNTY	3/20/2013	85/880,982
HOLIDAY FLORAL	3/20/2013	85/881,518
PAULA DEEN	6/28/2012	85/664,633
PAULA DEEN	6/28/2012	85/664,623
PAULA DEEN	6/28/2012	85/664,616
PAULA DEEN	6/27/2012	85/662,954

PAULA DEEN	6/27/2012	85/662,907
PAULA DEEN	6/27/2012	85/662,803
PAULA DEEN	6/27/2012	85/662,784
PAULA DEEN	5/11/2012	85/622,961
PAULA DEEN, THE BAG LADY FOUNDATION	10/4/2012	85/745,995
POPPY VALLEY	3/20/2013	85/880,976
SOUTHERN GATHERING	3/20/2013	85/881,011
SOUTHERN GATHERING	3/20/2013	85/881,492
SOUTHERN PINE	3/20/2013	85/881,543
SPICEBERRY	3/20/2013	85/881,531
SPRING PRELUDE	3/20/2013	85/880,959
TATNALL STREET	3/20/2013	85/881,263
TATNALL STREET	3/20/2013	85/881,207
THE BAG LADY FOUNDATION	10/4/2012	85/745,998
TRUE SOUTHERN GREEN TEA FROM PAULA DEEN	2/6/2013	85/842,802
TRUE SOUTHERN LEMONADE FROM PAULA DEEN	2/11/2013	85/846,133
TRUE SOUTHERN TEA FROM PAULA DEEN	2/6/2013	85/842,799
WHITAKER	3/20/2013	85/880,993

INACTIVE MARKS

Trademark	Filing Date or Reg. Date	Serial No. or Reg. No.
PAULA DEEN (Stylized) 	7/10/2006	78/925,636
PAULA DEEN BAKED GOODS	6/8/2009	77/754,254
PAULA'S PICKS	4/4/2007	77/148,655
WORTH THE WEIGHT	6/28/2007	77/218,019