

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM311513

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
TransFresh Corporation		06/25/2014	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Liventus S.A.		
Street Address:	Estoril 120, Torre A, Of. 716, Las Condes		
City:	Santiago		
State/Country:	CHILE		
Entity Type:	CORPORATION: CHILE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3794966	FRESH FLOWER SOLUTIONS	
Registration Number:	3819757	FRESH FLOWER SOLUTIONS	
CORRESPONDENCE DATA			
Fax Number:	4155248685		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	415-524-8683		
Email:	lperry@perryip.com		
Correspondent Name:	E. Lynn Perry		
Address Line 1:	900 Larkspur Landing Circle Ste 226		
Address Line 4:	Larkspur, CALIFORNIA 94939		
ATTORNEY DOCKET NUMBER:	FRESH FLOWER ASSGNMT		
NAME OF SUBMITTER:	E. Lynn Perry		
SIGNATURE:	/elp/		
DATE SIGNED:	07/22/2014		
Total Attachments: 6			
source=140717.TM Assignment from Business Purchase Agreement w Eventus S.A#page1.tif			
source=140717.TM Assignment from Business Purchase Agreement w Eventus S.A#page2.tif			
source=140717.TM Assignment from Business Purchase Agreement w Eventus S.A#page3.tif			
source=140717.TM Assignment from Business Purchase Agreement w Eventus S.A#page4.tif			
source=140717.TM Assignment from Business Purchase Agreement w Eventus S.A#page5.tif			
source=140717.TM Assignment from Business Purchase Agreement w Eventus S.A#page6.tif			

TRADEMARK

BUSINESS PURCHASE AGREEMENT

between

TRANSFRESH CORPORATION

and

LIVENTUS S.A.

dated as of

June 25, 2014

BUSINESS PURCHASE AGREEMENT

This Business Purchase Agreement (this "**Agreement**"), dated as of June 25, 2014 is entered into between TRANSFRESH CORPORATION, a Delaware corporation ("**Seller**") and LIVENTUS S.A., a Chilean corporation ("**Buyer**").

RECITALS

WHEREAS, Seller is in the business (the "**Business**") of selling and marketing marine controlled atmosphere services (the "**Services**") to its customers;

WHEREAS, Seller wishes to sell and assign to Buyer, and Buyer wishes to purchase and assume from Seller, the rights, titles and interest of Seller to certain Purchased Assets (as defined herein) used or usable in connection with the Business, subject to the terms and conditions set forth herein;

NOW, THEREFORE, in consideration of the mutual covenants and agreements hereinafter set forth and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

ARTICLE I PURCHASE AND SALE

Section 1.01 Purchase and Sale of Assets. Subject to the terms and conditions set forth herein, Seller shall sell, assign, transfer, convey and deliver to Buyer, and Buyer shall purchase from Seller, all of Seller's right, title and interest in, to and under the following assets of Seller to the extent such assets exist at the Closing Date and relate to the Business (collectively, the "**Purchased Assets**") free and clear of any mortgage, pledge, lien, charge, security interest, claim or other encumbrance ("**Encumbrance**");

(a) (i) The vendor name, quotation feasibility study and controller specification for Phase II development of generation 5.0 controller, (ii) the Seller's rights in the software Webdoc and Docket, (iii) the Seller's right, title and interest in the trademark registrations set forth on Schedule 1.01(a) (the "**Purchased Trademarks**"), and (iv) all trade secrets and know-how belonging to Seller related primarily to the Business and the Services; provided that Seller shall not be required to produce any documentation or written record of such trade secrets or know-how other than the existing documentation included in the Operation Files (as defined below) (collectively, the "**Intellectual Property Assets**");

(b) all inventory, packaging, supplies, materials, parts and other inventories of the Business, including 1,440 controllers, all as listed on Section 1.01(b) of the Disclosure Schedules (the "**Inventory**");

Exhibit C

TRADEMARK ASSIGNMENT

TRANSFRESH CORPORATION, a Delaware corporation, whose address is 807 Brunken Ave Salinas California 93901, U.S.A. ("Assignor"), owns the trademarks on the attached Exhibit A and the applications and registrations therefor (the "Marks"); and Liventus S.A. whose address is Estoril 120, Torre A, Of. 716, ("Assignee"), is desirous of acquiring the Marks: Las Condes, Santiago, Chile

NOW THEREFORE, in consideration of and in exchange for the sum of \$1.00 paid by Assignee and other good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, Assignor and Assignee hereby agree as follows:

1. Assignor hereby assigns to Assignee all right, title and interest Assignor may have in a to the Marks, including all applications, registrations, and domain names therefor, and the goodwill of business symbolized by the Marks, all existing claims for infringement, and the right to sue and recover damages for past infringement of the Marks.

2. Assignor does not represent or warrant that the Marks are in use, that the Marks are registerable, that any registration for the Marks will issue, nor that any rights Assignor may have in the Marks are superior to the rights of any other person or entity.

3. Assignor agrees to assist Assignee as necessary in establishing and maintaining its right in the Marks, executing additional assignments as necessary and effecting any approvals of this Assignment required by any government authorities.

4. This Agreement shall be binding upon and shall inure to the benefit of the successors, heirs and assigns of the parties.

Dated: <u>July 7</u> , 201 <u>4</u>	Dated: _____, 201__
TRANSFRESH CORPORATION, ASSIGNOR	_____ ASSIGNEE
By: <u>Rick P. Frier</u> Name: <u>Rick P. Frier</u> Title: <u>Vice President</u>	By: _____ Name: _____ Title: _____

ATTACH NOTARY CERTIFICATE

Cu RPF

Schedule 1.01(a) Purchased Trademarks

Trademark Records By Country

Owner	Trademark	Country	Appl. Date	No.	Status	Agent
Client	File Reference	Next Renewal Due	Reg. Date	No.	Sub Status	Superstar
Colombia						
Transfresh Corporation	FRESH FLOWER SOLUTIONS & Design	Colombia	Jul 18 2009	09-074370	Registered	
	4731-62 1 CO	Apr 29 2020	Apr 29 2010	400571		E. Lynn Perry
Class	41					
Goods	Training in the proper use of equipment and materials for monitoring, recording, controlling and adjusting the atmosphere in containers and packages for atmosphere-controlled shipment of live plants and cut flowers					
Transfresh Corporation	FRESH FLOWER SOLUTIONS & Design	Colombia	Jul 18 2009	09-074348	Registered	
	4731-62CO	Apr 27 2020	Apr 27 2010	400548		E. Lynn Perry
Class	39					
Goods	Packaging of live plants and cut flowers for transport for the preservation of their freshness, quality and appearance; technical consultation in the field of packaging of products for transport to maintain their freshness, quality and appearance					
CTM						
Transfresh Corporation	FRESH FLOWER SOLUTIONS & Design	CTM	Jul 28 2009	8458075	Registered	
	4731-62 CTM	Jul 29 2019	Mar 29 2010	8458051	Published	E. Lynn Perry
Class	31					
Goods	Fresh flowers					
Class	39					
Goods	Packaging of live plants and cut flowers for transport for the preservation of their freshness, quality and appearance; technical consultation in the field of packaging of products for transport to maintain their freshness, quality and appearance					
Class	41					
Goods	Training in the proper use of equipment and materials for monitoring, recording, controlling and adjusting the atmosphere in containers and packages for atmosphere-controlled shipment of live plants and cut flowers					
Ecuador						
Transfresh Corporation	FRESH FLOWER SOLUTIONS & Design	Ecuador	Jul 16 2009	210188	Registered	
	4731-62 EEC	Mar 15 2020	Mar 15 2010	66410	Published	E. Lynn Perry
Class	41					
Goods	Training in the proper use of equipment and materials for monitoring, recording, controlling and adjusting the atmosphere in containers and packages for atmosphere-controlled shipment of live plants and cut flowers					
Transfresh Corporation	FRESH FLOWER SOLUTIONS & Design	Ecuador	Jul 16 2009	210005	Registered	
	4731-62 EEC	Mar 15 2020	Mar 15 2010	57110	Published	E. Lynn Perry
Class	39					
Goods	Packaging of live plants and cut flowers for transport for the preservation of their freshness, quality and appearance; technical consultation in the field of packaging of products for transport to maintain their freshness, quality and appearance					
Kenya						
Transfresh Corporation	FRESH FLOWER SOLUTIONS & Design	Kenya	Jul 20 2009	1002080	Registered	
	4731-62 KE		Jul 28 2009	1012290		E. Lynn Perry
Class	39					



Goods: Packaging of live plants and cut flowers for transport, for the preservation of their freshness, quality and appearance; technical consultation in the field of packaging of products for transport to maintain their freshness, quality and appearance.
 Class: 31
 Goods: Training in the proper use of equipment and materials for monitoring, recording, controlling and adjusting the atmosphere in containers and packages for atmosphere-controlled shipment of live plants and cut flowers.

Norway

Transfresh Corporation **FRESH FLOWER SOLUTIONS & Design** Norway Jul 28 2009 1012290 Registered
 4731-62 INT Jul 28 2009 1012250 E. Lynn Perry



Class: 31
 Goods: Packaging of live plants and cut flowers for transport, for the preservation of their freshness, quality and appearance; technical consultation in the field of packaging of products for transport to maintain their freshness, quality and appearance.
 Class: 41
 Goods: Training in the proper use of equipment and materials for monitoring, recording, controlling and adjusting the atmosphere in containers and packages for atmosphere-controlled shipment of live plants and cut flowers.

South Africa

Transfresh Corporation **FRESH FLOWER SOLUTIONS & Design** South Africa Jul 15 2009 200914761 Registered
 4731-62ZA Jul 15 2019 Jul 31 2009 200914761 E. Lynn Perry



Class: 31
 Goods: Packaging of live plants and cut flowers for transport, for the preservation of their freshness, quality and appearance; technical consultation in the field of packaging of products for transport to maintain their freshness, quality and appearance.

Transfresh Corporation **FRESH FLOWER SOLUTIONS & Design** South Africa Jul 15 2009 200914762 Registered
 4731-62ZA Jul 15 2019 Jul 31 2009 200914762 E. Lynn Perry



Class: 41
 Goods: Training in the proper use of equipment and materials for monitoring, recording, controlling and adjusting the atmosphere in containers and packages for atmosphere-controlled shipment of live plants and cut flowers.

Switzerland

Transfresh Corporation **FRESH FLOWER SOLUTIONS & Design** Switzerland Jul 28 2009 1012290 Registered
 4731-62 INT Jul 28 2009 1012250 E. Lynn Perry



Class: 31
 Goods: Packaging of live plants and cut flowers for transport, for the preservation of their freshness, quality and appearance; technical consultation in the field of packaging of products for transport to maintain their freshness, quality and appearance.
 Class: 41
 Goods: Training in the proper use of equipment and materials for monitoring, recording, controlling and adjusting the atmosphere in containers and packages for atmosphere-controlled shipment of live plants and cut flowers.

United States of America

Transfresh Corporation **FRESH FLOWER SOLUTIONS** United States of America Oct 28 2008 77975471 Registered
 4731-62 Jul 13 2020 Jul 13 2010 3819757 E. Lynn Perry

Transfresh Corporation **FRESH FLOWER SOLUTIONS & Design** United States of America Apr 16 2010 77575536 Registered
 4731-68 May 25 2020 May 25 2010 3794996 E. Lynn Perry



Class: 31
 Goods: Packaging of live plants and cut flowers for transport, for the preservation of their freshness, quality and appearance; technical consultation in the field of packaging of products for transport to maintain their freshness, quality and appearance.

WIPO

Thornesh Corporation

**FRESH FLOWER
SOLUTIONS & Design**

WFO

04/26/2009

1012250

Registered

473142 INT

Jul 28 2019

Jul 28 2009

1012250

E. Lynn Fleury



Class	28
Goods	Packaging of live plants and cut flowers for transport, for the preservation of their freshness, quality and appearance; technical consultation in the field of packaging of products for transport to maintain their freshness, quality and appearance
Class	41
Goods	Training in the proper use of equipment and materials for monitoring, recording, controlling and adjusting the atmosphere in containers and packages for atmosphere-controlled shipment of live plants and cut flowers

The Administrator - USPTO (P) 10/13/2014

PDF GENERATED BY USPTO, printed Jun 12 2014 14:47