

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM316544

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Trifecta Foods, LLC		08/19/2014	LIMITED LIABILITY COMPANY: CALIFORNIA
TRIFECTA FOODS, LLC		08/19/2014	LIMITED LIABILITY COMPANY: CALIFORNIA
RECEIVING PARTY DATA			
Name:	SUNKIST GROWERS, INC.		
Street Address:	27770 N. ENTERTAINMENT DRIVE		
City:	VALENCIA		
State/Country:	CALIFORNIA		
Postal Code:	91355		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	86245184	FRUIT 2.0	
CORRESPONDENCE DATA			
Fax Number:	6612908887		
<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:	661-290-8761		
Email:	tm@sunkistgrowers.com		
Correspondent Name:	Sunkist Growers, Inc.		
Address Line 1:	27770 N. Entertainment Drive		
Address Line 4:	Valencia, CALIFORNIA 91355		
ATTORNEY DOCKET NUMBER:	TRIFECTA		
NAME OF SUBMITTER:	Karen Holme		
SIGNATURE:	/kph/		
DATE SIGNED:	09/10/2014		
Total Attachments: 2			
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CH \$40.00 86245184

**EXHIBIT 1 TO FOURTH AMENDMENT TO
SUNKIST GROWERS, INC. / TRIFECTA FOODS, LLC
TRADEMARK LICENSE AGREEMENT**

**ASSIGNMENT OF TRADEMARK AND
THE UNITED STATES APPLICATION THEREOF**

This assignment is made by and between Trifecta Foods, LLC, a Delaware limited liability company, having a principal place of business at 6080 Center Drive, Suite 600, Los Angeles, California 90045, U.S.A. (hereinafter "Assignor"), and Sunkist Growers, Inc., a California corporation, having its principal place of business at 27770 N. Entertainment Drive, Fourth Floor, Valencia, California 91355, U.S.A. (hereinafter "Assignee").

WHEREAS, Assignor has filed an intent-to-use application to register the trademark identified below based on its intent to use the trademark for the applied-for goods (hereinafter the "Mark" and "Application," respectively), along with the goodwill of the business appurtenant to said Mark:

<u>Trademark</u>	<u>Serial No.</u>	<u>Filing Date</u>
FRUIT 2.0	86/245,184	April 7, 2014

WHEREAS, Assignor has entered into a Trademark License Agreement, effective October 1, 2011, as amended, with Assignee ("TLA") and the Application was filed by Assignor with the intent to use the Mark on certain of the products licensed under the TLA;

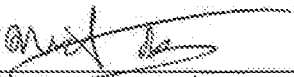
WHEREAS, Section 3.G. of the TLA requires that all rights, title and interest in and to the trademarks used on the products licensed under the TLA be owned by Assignee; and

WHEREAS, Assignor wishes to comply with Section 3.G. of the TLA and has agreed to assign all right, title, and interest in the Mark and the Application to Assignee, including the goodwill associated with the Mark and any and all claims, demands, and causes of action for infringement, of the Mark, past, present, and future, and all of the proceeds from the foregoing.

NOW, THEREFORE, in consideration of good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to the Mark and the Application, together with the goodwill of the business symbolized by the Mark and any and all claims, demands, and causes of action for infringement, of the Mark, past, present, and future, and all of the proceeds from the foregoing.

Signed at LOS ANGELES, effective this 19 day of AUGUST, 2014.

TRIFECTA FOODS, LLC

By: 
Name: NICK DESAI
Title: CEO

[Please sign before a Notary.]

CALIFORNIA ALL-PURPOSE CERTIFICATE OF ACKNOWLEDGMENT

State of California

County of Los Angeles

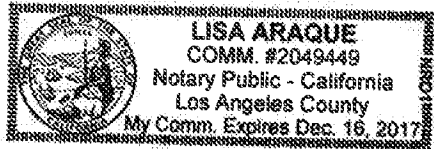
On 8-14-14 before me, Lisa Araque Notary Public
(Here insert name and title of the officer)

personally appeared Nick Desai

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



Lisa Araque
 Signature of Notary Public

(Notary Seal)

ADDITIONAL OPTIONAL INFORMATION

DESCRIPTION OF THE ATTACHED DOCUMENT

.....
(Title or description of attached document)

.....
(Title or description of attached document continued)

Number of Pages _____ Document Date _____

.....
(Additional information)

CAPACITY CLAIMED BY THE SIGNER

- Individual (s)
- Corporate Officer
-
(Title)
- Partner(s)
- Attorney-in-Fact
- Trustee(s)
- Other _____

INSTRUCTIONS FOR COMPLETING THIS FORM

Any acknowledgment completed in California must contain verbiage exactly as appears above in the notary section or a separate acknowledgment form must be properly completed and attached to that document. The only exception is if a document is to be recorded outside of California. In such instances, any alternative acknowledgment verbiage as may be printed on such a document so long as the verbiage does not require the notary to do something that is illegal for a notary in California (i.e. certifying the authorized capacity of the signer). Please check the document carefully for proper notarial wording and attach this form if required.

- State and County information must be the State and County where the document signer(s) personally appeared before the notary public for acknowledgment.
- Date of notarization must be the date that the signer(s) personally appeared which must also be the same date the acknowledgment is completed.
- The notary public must print his or her name as it appears within his or her commission followed by a comma and then your title (notary public).
- Print the name(s) of document signer(s) who personally appear at the time of notarization.
- Indicate the correct singular or plural forms by crossing off incorrect forms (i.e. he/she/they-, is /are) or circling the correct forms. Failure to correctly indicate this information may lead to rejection of document recording.
- The notary seal impression must be clear and photographically reproducible. Impression must not cover text or lines. If seal impression smudges, re-seal if a sufficient area permits, otherwise complete a different acknowledgment form.
- Signature of the notary public must match the signature on file with the office of the county clerk.
 - ❖ Additional information is not required but could help to ensure this acknowledgment is not misused or attached to a different document.
 - ❖ Indicate title or type of attached document, number of pages and date.
 - ❖ Indicate the capacity claimed by the signer. If the claimed capacity is a corporate officer, indicate the title (i.e. CEO, CFO, Secretary).
- Securely attach this document to the signed document