

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM319710

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Coffee Shops International LLC		10/03/2014	LIMITED LIABILITY COMPANY: PENNSYLVANIA
RECEIVING PARTY DATA			
Name:	Mid-Atlantic Coffee Roaster LLC		
Street Address:	30 Waterview Drive		
City:	Glenmoore		
State/Country:	PENNSYLVANIA		
Postal Code:	19343		
Entity Type:	LIMITED LIABILITY COMPANY: PENNSYLVANIA		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	2591422	BUCKS COUNTY COFFEE CO.	
Registration Number:	3066411	PROPRIETOR'S CHOICE	
Registration Number:	2721274	LIFE SHOULD BE THIS SIMPLE	
Registration Number:	2137154	MISTLETOE BLEND	
Registration Number:	2057079	BUCKS COUNTY COFFEE CO.	
CORRESPONDENCE DATA			
Fax Number:			
<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:	6102203254		
Email:	danielsouther@verizon.net		
Correspondent Name:	Mid-Atlantic Coffee Roasters LLC		
Address Line 1:	30 Waterview Drive		
Address Line 4:	Glenmoore, PENNSYLVANIA 19343		
NAME OF SUBMITTER:	Daniel Souther, Sole Member of Mid-Atlan		
SIGNATURE:	/daniel souther/		
DATE SIGNED:	10/10/2014		
Total Attachments: 3			
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OP \$140.00 2591422

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TRANSFER STATEMENT

This Transfer Statement, dated effective as of October 3, 2014 (this "Transfer Statement") is entered into by Mid-Atlantic Coffee Roasters LLC (the "Secured Party"), in favor of Mid-Atlantic Coffee Roasters LLC (the "Transferee").

WITNESSETH

WHEREAS, pursuant to the terms of a Commercial Security Agreement and Fixture Filing dated March 16, 2007, by and between Bucks County Coffee Company, LLC, the predecessor in interest to Coffee Shops International LLC ("Debtor"), and MB Financial Bank, N.A., the predecessor in interest through intervening assignment to Secured Party (as amended, assigned and otherwise modified to date, the "Security Agreement"), the Secured Party was granted a security interest in certain collateral as more fully described and defined in the Security Agreement (collectively, the "Collateral"), including, without limitation, the following:

all of Debtor's: (a) accounts; (b) chattel paper; (c) commercial tort claims; (d) contracts; (e) deposit accounts; (f) documents; (g) equipment, including, without limitation, a Probat Roaster with destoner and lift and a Fresco GL-18 packaging machine; (h) fixtures; (i) general intangibles of Debtor, including, without limitation, payment intangibles, all copyrights, trademarks, including, without limitation, that certain trademark of "Bucks County Coffee Co.," web domain names, including, without limitation, "www.buckscountycoffee.com," licenses, designs, drawings, technical information, marketing plans, customer lists, trade secrets, proprietary or confidential information, inventions (whether or not patentable), procedures, know-how, models and data; (j) instruments, including, without limitation, promissory notes; (k) inventory; (l) investment property; (m) letter of credit rights; (n) supporting obligations; and (o) to the extent not otherwise included, all proceeds of each of the foregoing and all accessions to, substitutions and replacements for and rents, profits and products of each of the foregoing;

WHEREAS, Debtor defaulted under the Security Agreement;

WHEREAS, the Secured Party exercised its rights as a secured party pursuant to the provisions of Delaware General Statutes Section 9-601, et seq.; and

WHEREAS, Transferee is the prevailing bidder at the public sale of the Collateral held pursuant to Delaware General Statutes Section 9-610 on October 3, 2014 and subject to that certain Purchase and Sale Agreement dated on or about the date hereof between Secured Party and Transferee (the "Sale Agreement").

NOW, THEREFORE, Secured Party and Transferee agree as follows:

1. The Secured Party, in accordance with the provisions of Delaware General Statutes Section 9-619 states as follows:

- a. That Debtor has defaulted in connection with an obligation secured by the Collateral;
- b. Secured Party has exercise its post default remedies with respect to the Collateral;
- c. That, by reason of the exercise, Transferee has acquired the rights of Debtor in the Collateral; and
- d. The name and mailing address of each of Secured Part, Debtor and Transferee are as follows:

Secured Party: Mid-Atlantic Coffee Roasters LLC
30 Waterview Drive
Glenmoore, Pennsylvania 19343

Debtor: Coffee Shops International LLC,
579 E. Lafayette Street
Norristown, Pennsylvania 19401

Transferee: Mid-Atlantic Coffee Roasters LLC
30 Waterview Drive
Glenmoore, Pennsylvania 19343

2. Secured Party, pursuant to the terms of the Purchase Agreement, sells and conveys the Collateral to the Transferee.

3. The Collateral is being sold or assigned "as is" and "where is" and under no circumstance shall Secured Party be deemed to have made (whether by virtue of having sold the assets to Transferee, have done or failed to do any act or otherwise) any representation or warranty, express or implies of any kind or nature, including but not limited to implied warranties or merchantability or fitness for a particular purpose.


4. This Transfer Statement may be executed in any number of counterparts with the same effect as if the signatures thereto were upon one instrument.

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IN WITNESS WHEREOF, Secured Party has caused, and Transferee has acknowledged, this Transfer Statement to be executed as of the date first written above.


SECURED PARTY:

MID-ATLANTIC COFFEE ROASTERS LLC

By: 
Name: Daniel Souther
Title: Sole Member

TRANSFEREE:

MID-ATLANTIC COFFEE ROASTERS LLC

By: 
Name: Daniel Souther
Title: Sole Member

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