TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM326283

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective Assignment to correct the nature of the conveyance and the receiving party, and to replace the original recorded document previously recorded on Reel 005285 Frame 0507. Assignor(s) hereby confirms the nature of the conveyance was an Entity Conversion and the receiving party was MarketFare Foods, LLC.

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
MarketFare Foods, Inc.		04/18/2012	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	MarketFare Foods, LLC
Street Address:	222 Rosewood Drive
Internal Address:	2nd Floor, Suite 240
City:	Danvers
State/Country:	MASSACHUSETTS
Postal Code:	01923
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Serial Number:	85065325	THE GRIDDLER

OP $40.00 85065325

CORRESPONDENCE DATA

Fax Number:

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.

Phone: 617-248-5000
Email: tmadmin@choate.com
Correspondent Name: Daniel Scales
Address Line 1: Two International Place
Address Line 2: Choate, Hall & Stewart LLP
Address Line 4: Boston, MASSACHUSETTS 02110

ATTORNEY DOCKET NUMBER:	2009088-0000
NAME OF SUBMITTER:	Daniel L. Scales
SIGNATURE:	/daniel l. scales/
DATE SIGNED:	12/16/2014

Total Attachments: 14

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TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM305410

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/18/2012

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
MarketFare Foods, Inc.		04/18/2012	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Greencore USA, Inc.
Street Address:	222 Rosewood Drive
Internal Address:	Suite 240
City:	Danvers
State/Country:	MASSACHUSETTS
Postal Code:	01923
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Serial Number:	85065325	THE GRIDDLER

OP $40.00 85065325

CORRESPONDENCE DATA

Fax Number: 6029551585

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.

Email: obeabeau@galbutlaw.com
Correspondent Name: Olivier A. Beabeau
Address Line 1: 2425 E. Camelback Road
Address Line 2: Ste. 1020
Address Line 4: Phoenix, ARIZONA 85016

ATTORNEY DOCKET NUMBER:	7228-2
NAME OF SUBMITTER:	Olivier A. Beabeau
SIGNATURE:	/Olivier A. Beabeau/
DATE SIGNED:	05/22/2014

Total Attachments: 8
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Olivier A. Beabeau
Cameron A. Fine
GALBUT & GALBUT, P.C.
2425 East Camelback Road, Suite 1020
Phoenix, Arizona 85016
Phone: 602.955.1455
Fax: 602.955.1585
docket@galbutlaw.com
Attorneys for Applicant

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD

SARA LEE FOODS, LLC., a Delaware limited liability company, Opposer, vs. MARKETFARE FOODS, INC., an Arizona corporation, Applicant.	Opposition No. 91198239 Application Serial No. 85065325 **DECLARATION OF ROD COLEMAN**

ROD COLEMAN declares under penalty of perjury that the following is true and correct:

1. I am an adult, and I am competent to make this declaration of my own personal knowledge.

2. I am the former President and Chief Executive Officer of MarketFare Foods, Inc.

3. MarketFare Foods, Inc. was an Arizona corporation with its principal place of business in Phoenix, Arizona.

4. MarketFare Foods, Inc. maintained its corporate offices in Phoenix, Arizona and managed production facilities in Salt Lake City, Utah and Fredericksburg, Virginia.

5. Between May, 1999 and approximately April 18, 2012, MarketFare Foods, Inc. engaged in the business of food manufacturing and distribution.

6. MarketFare Foods, Inc.'s business entailed manufacturing food products for sale at convenience stores, grocery stores, drug stores, and vending machines throughout the country.

7. In or about June, 2009, MarketFare Foods, Inc. took initial steps to develop a refrigerated breakfast sandwich product at its Fredericksburg, Virginia facility.

8. In or about May, 2010, MarketFare Foods, Inc. made a determination to brand its new breakfast sandwich as THE GRIDDLER.

9. The development of THE GRIDDLER product was transitioned to MarketFare Foods, Inc.'s Salt Lake City, Utah facility, and development was thereafter directed at a frozen product for national distribution through convenience stores and grocery stores.

10. On June 17, 2010, MarketFare Foods, Inc. caused an application for registration for the trademark THE GRIDDLER to be filed with the United States Patent and Trademark Office for breakfast sandwiches in International Class 30 pursuant to Section 1(b) of the Lanham Act (App. Serial No. 85065325).

11. Presentations of THE GRIDDLER product and THE GRIDDLER mark were made to prospective customers of MarketFare Foods, Inc. as early as June, 2010, and the breakfast sandwich product was put into production in November, 2010.

12. Samples of THE GRIDDLER product bearing THE GRIDDLER mark were presented to select grocery stores and convenience stores in California, Kansas, Ohio, and Texas, and at a trade show in Illinois, in 2010.

13. THE GRIDDLER frozen product line has included maple hot cake sandwiches, sausage sandwiches, sausage and cheese sandwiches, and sausage, egg, and cheese sandwiches.

14. THE GRIDDLER product was first sold to the public at a convenience store in Salt Lake City, Utah in November of 2010.

15. Attached hereto as Exhibit "1" are true and correct copies of labels affixed to THE GRIDDLER products sold in commerce.

16. Due in principal part to its dispute with Sara Lee Foods, LLC, MarketFare Foods, Inc. caused THE GRIDDLER product to temporarily be sold under a different brand name "Marketfare" in Alabama, Arizona, California, Colorado, Georgia, Illinois, Kentucky, Florida, Minnesota,

Mississippi, New York, North Carolina, Pennsylvania, Texas, Virginia, and Washington to avoid potential confusion with Sara Lee Foods, LLC's branded breakfast sandwich products during the pendency of this action.

17. On or about April 18, 2012, the operations of MarketFare Foods, Inc. were acquired by Greencore USA, Inc. through a merger.

18. On or about April 18, 2012, all right, title, and interest in THE GRIDDLER mark, including United States Patent and Trademark Office App. Serial No. 85065325, were acquired by Greencore USA, Inc. through a merger.

19. Between May, 2010 and April 18, 2012, MarketFare Foods, Inc. maintained a genuine intent to use the mark THE GRIDDLER in commerce for breakfast sandwiches.

FURTHER DECLARANT SAYETH NOT.

DATED this 20th day of May, 2014.

Rod Coleman

The undersigned being warned that willful false statements and the like are punishable by fine or imprisonment, or both, under 18 U.S.C. § 1001, and that such willful false statements and the like may jeopardize the validity of the application or document or any registration resulting therefrom, declares that all statements made of his/her own knowledge are true; and all statements made on information and belief are believed to be true.

Rod Coleman

EXHIBIT "1"

GRIDDLER

MAPLE HOT CAKES & SAUSAGE

U.S. INSPECTED AND PASSED BY DEPARTMENT OF AGRICULTURE EST. 4967

NET WT. 4.45 OZ

GRIDDLER — Maple Hot Cakes & Sausage

INGREDIENTS: MAPLE HOT CAKES: Water, Enriched Wheat Flour (Flour, Niacin, Thiamine Mononitrate, Iron, Riboflavin, Folic Acid), Maple– Flavored Pieces (Palm Oil, Sugar, Flour, Cellulose, Maple Sugar, Soy Lecithin, Natural and Artificial Flavor, Glucose, Spice Extract, Color (Caramel, Yellow 5 Lake, Red 40 Lake, Blue 1 Lake)), Sugar, High Fructose Corn Syrup, Dextrose, Leavening (Sodium Bicarbonate, Sodium Acid Pyrophosphate, Calcium Phosphate), Modified Cornstarch, Rice Flour, Whey Powder, Salt, Natural and Artificial Flavor, Buttermilk Powder, Soybean Oil, Mono– and Diglycerides, Guar Gum, Enzymes, Calcium Propionate (Preservative). PORK SAUSAGE PATTY: Pork, Water, Seasoning (Salt, Spice, Caramel Color, Sugar, Corn Oil, Antioxidants (BHT, BHA, Citric Acid), Soy Protein Concentrate. CONTAINS: Milk, Soy, Wheat.

Nutrition Facts

Serving Size 1 Package (126g)
Servings Per Container 1
Calories 310
Calories from Fat 100

Amount / Serving	% Daily Value*	Amount / Serving	% Daily Value*
Total Fat 11g	17%	Total Carbohydrate 43g	15%
Saturated Fat 6g	30%	Dietary Fiber 2g	8%
Trans Fat 0g		Sugars 13g	
Cholesterol 15mg	5%	Protein 8g	
Sodium 930mg	37%		

*Percent Daily Values are based on a 2,000 calorie diet

Vitamin A 0% • Vitamin C 0% • Calcium 10% • Iron 15%

MARKETFARE FOODS, INC., SALT LAKE CITY, UT 84116

COMMENTS: 1–800–255–8711

KEEP FROZEN

0 52547 79481 9

890275

GRIDDLER - Sausage

2870511

CS. PK. 12

UNIT WT. 4.45 OZ.

U.S. INSPECTED AND PASSED BY DEPARTMENT OF AGRICULTURE EST. 4967

0 52547 90275 6

GRIDDLER

MAPLE HOT CAKES, SAUSAGE, EGG & CHEESE

NET WT 5.85 OZ

U.S. INSPECTED AND PASSED BY DEPARTMENT OF AGRICULTURE EST. 4987

Griddler — Maple Hot Cakes, Sausage, Egg & Cheese

INGREDIENTS: MAPLE HOT CAKES: Water, Enriched Wheat Flour (Flour, Niacin, Thiamine Mononitrate, Iron, Riboflavin, Folic Acid), Maple – Flavored Fleece (Palm Oil, Sugar, Flour, Cellulose, Maple Sugar, Soy Lecithin, Natural and Artificial Flavor, Glucose, Spice Extract Color [Caramel, Yellow 5 Lake, Red 40 Lake, Blue 1 Lake]), Sugar, High Fructose Corn Syrup, Dextrose, Leavening (Sodium Bicarbonate, Sodium Acid Pyrophosphate, Calcium Phosphate), Modified Cornstarch, Rice Flour, Whey Powder, Salt, Natural and Artificial Flavor, Buttermilk Powder, Soybean Oil, Mono – and Diglycerides, Guar Gum, Enzymes, Calcium Propionate (Preservative). PORK SAUSAGE PATTY: Pork, Water, Seasoning (Salt, Spice, Caramel Color, Sugar, Corn Oil, Antioxidants (BHT, BHA, Citric Acid), Soy Protein Concentrate. EGG PATTY: Whole Eggs, Non Fat Dry Milk, Modified Food Starch, Salt, Xanthan Gum, Citric Acid, Pepper. PASTEURIZE PROCESSED AMERICAN CHEESE: American Cheese (Cultured Milk, Salt, Enzymes), Cream, Sodium Citrate, Sodium Phosphate, Salt, Sorbic Acid, APC – Carotene and Beta Carotene. CONTAINS: Milk, Soy, Wheat.

Nutrition Facts

Serving Size 1 Package (186g)
Servings Per Container 1
Calories 390
Calories from Fat 140
Percent Daily Values are based on a 2,000 calorie diet

Amount / Serving	% Daily Value*	Amount / Serving	% Daily Value*
Total Fat 16g	25%	Total Carbohydrate 49g	16%
Saturated Fat 9g	46%	Dietary Fiber 3g	8%
Trans Fat 0g		Sugars 12g	
Cholesterol 130mg	43%	Protein 19g	
Sodium 1200mg	50%		

Vitamin A 4% • Vitamin C 0% • Calcium 15% • Iron 15%

MARKETFARE FOODS, INC., SALT LAKE CITY, UT 84116
COMMENTS: 1 – 800 – 295 – 0711

KEEP FROZEN

0 52547 12479 9

892532

CS. PK. 12

UNIT WT. 5.85 OZ.

GRIDDLER - Ssg, Egg, Chs

U.S. INSPECTED AND PASSED BY DEPARTMENT OF AGRICULTURE EST. 4987

2870511

0 52547 92532 2

Olivier A. Beabeau
Cameron A. Fine
GALBUT & GALBUT, P.C.
2425 East Camelback Road, Suite 1020
Phoenix, Arizona 85016
Phone: 602.955.1455
Fax: 602.955.1585
docket@galbutlaw.com
Attorneys for Applicant

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD

SARA LEE FOODS, LLC., a Delaware limited liability company, Opposer, vs. MARKETFARE FOODS, INC., an Arizona corporation, Applicant.	Opposition No. 91198239 Application Serial No. 85065325 **DECLARATION OF LIAM MCCLENNON**

LIAM MCCLENNON declares under penalty of perjury that the following is true and correct:

1. I am an adult, and I am competent to make this declaration of my own personal knowledge.

2. I am the Chief Executive Officer of Greencore USA, Inc. ("Greencore").

3. Greencore is a Delaware corporation with its principal place of business in Danvers, Massachusetts.

4. Greencore has been in the business of food manufacturing and distribution since 2008.

5. Greencore manages production facilities in seven (7) states in the United States of America.

6. Greencore's business includes manufacturing prepared and packaged food products

for sale at convenience and grocery stores in twenty-five (25) states in the United States of America.

7. On or about April 18, 2012, Greencore acquired the operations of MarketFare Foods, Inc. through a merger.

8. On or about April 18, 2012, Greencore acquired from MarketFare Foods, Inc. all right, title, and interest in MarketFare Foods, Inc.'s mark THE GRIDDLER, including United States Patent and Trademark Office App. Serial No. 85065325.

9. Greencore acquired all right, title, and interest in the mark THE GRIDDLER with the intent to use the mark in commerce for breakfast sandwiches.

10. Greencore continues to possess a genuine intent to use the mark THE GRIDDLER in commerce for breakfast sandwiches.

FURTHER DECLARANT SAYETH NOT.

DATED this 16 day of May, 2014.

Liam McClennon

The undersigned being warned that willful false statements and the like are punishable by fine or imprisonment, or both, under 18 U.S.C. § 1001, and that such willful false statements and the like may jeopardize the validity of the application or document or any registration resulting therefrom, declares that all statements made of his/her own knowledge are true; and all statements made on information and belief are believed to be true.

Liam McClennon

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF "MARKETFARE FOODS, INC.", CHANGING ITS NAME FROM "MARKETFARE FOODS, INC." TO "MARKETFARE FOODS, LLC", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF APRIL, A.D. 2012, AT 1:54 O'CLOCK P.M.

Jeffrey W. Bullock, Secretary of State

3045263 8100

AUTHENTICATION: 1963378

141544264

DATE: 12-16-14

You may verify this certificate online at corp.delaware.gov/authver.shtml

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:54 PM 04/18/2012
FILED 01:54 PM 04/18/2012
SRV 120443927 - 3045263 FILE

STATE OF DELAWARE

CERTIFICATE OF CONVERSION

FROM A CORPORATION TO A

LIMITED LIABILITY COMPANY

PURSUANT TO SECTION 18-214 OF THE LIMITED LIABILITY COMPANY ACT

OF

MARKETFARE FOODS, INC.

1. The jurisdiction where MarketFare Foods, Inc. (the "Corporation") first formed is the State of Delaware.

2. The jurisdiction of the Corporation immediately prior to filing this Certificate of Conversion is the State of Delaware.

3. The date the Corporation first formed is May 20, 1999 under the name of "MarketFare Foods, Inc."

4. The name of the Corporation immediately prior to filing this Certificate of Conversion is MarketFare Foods, Inc.

5. The name of the Limited Liability Company as set forth in the Certificate of Formation is MarketFare Foods, LLC.

* * * * *

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion on the 18th day of April, 2012.

MARKETFARE FOODS, INC.

By: _____
Name: Rod Coleman
Its: President and Chief Executive Officer

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:54 PM 04/18/2012
FILED 01:54 PM 04/18/2012
SRV 120443927 - 3045263 FILE

CERTIFICATE OF FORMATION

OF

MARKETFARE FOODS, LLC

This Certificate of Formation is being executed as of April 18, 2012, for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act, 6 Del. C. §§ 18-101, et seq.

The undersigned, being duly authorized to execute and file this Certificate of Formation, does hereby certify as follows:

1. Name. The name of the limited liability company (the "Company") is MarketFare Foods, LLC.

2. Registered Office and Registered Agent. The address of its registered office in the State of Delaware is 160 Greentree Drive, Suite 101, in the City of Dover, County of Kent, Delaware, 19904. The name of its registered agent at such address is National Registered Agents, Inc.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Formation as of the date first above written.

Rod Coleman
Authorized Person

K&E 22258296.1