

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM427066

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
F3 Foods, Inc.		05/05/2017	Corporation: ARIZONA
RECEIVING PARTY DATA			
Name:	Freshly, Inc.		
Street Address:	115 E. 23rd Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10010		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	4753412	FRESHLY	
Registration Number:	4985409	FRESHLY	
Registration Number:	4794551	FRESHLY FIT	
Registration Number:	4794504	FRESHLY FLEX	
Registration Number:	4794496		
Registration Number:	4474311	F3 FOODS	
CORRESPONDENCE DATA			
Fax Number:	4064931654		
<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:	4064931654		
Email:	katie@sullivanip.com		
Correspondent Name:	Katherine Sullivan		
Address Line 1:	1001 E. Broadway #2 PMB 306		
Address Line 4:	Missoula, MONTANA 59802		
ATTORNEY DOCKET NUMBER:	FreshlyAssign		
NAME OF SUBMITTER:	Katherine Sullivan		
SIGNATURE:	/k sullivan/		
DATE SIGNED:	05/10/2017		

OP \$165.00 4753412

Total Attachments: 2

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TRADEMARK ASSIGNMENT
F3 FOODS, INC
FRESHLY, INC

This Trademark Assignment (the "Assignment") is made and entered into this 9 day of May, 2017 (the "Effective Date") by and between F3 Foods, Inc., an Arizona Corporation having a place of business at 2013 E. Cedar Street, Tempe, AZ 85281 (the "Assignor") and Freshly, Inc., a Delaware Corporation having a place of business at 115 E. 23rd Street, New York, NY 10010 (the "Assignee").

BACKGROUND

WHEREAS, Assignor is the sole and rightful owner of the following federal trademark registrations (hereinafter the "Trademarks"):

- (1) "FRESHLY" – U.S. Registration No. 4,753,412 for food delivery in Class 039; and consulting in the field of menu planning for others; food preparation services; food preparation services featuring fresh, properly proportioned, healthy meals designed to fuel metabolism and burn fat and made to order for delivery or pick up; food preparation services featuring healthy meals and snacks; preparation of food and beverages; providing personalized meal planning services via a website; subscriber-based meal planning services in digital form, accessible through the internet in Class 043.
- (2) FRESHLY and design – U.S. Registration No. 4,985,409 for food delivery in Class 039; and consulting in the field of menu planning for others; food preparation; food preparation services; food preparation services featuring fresh, properly proportioned, healthy meals designed to fuel metabolism and burn fat and made to order for delivery or pick up; food preparation services featuring healthy meals and snacks; providing personalized meal planning services via a website in Class 043.
- (3) "FRESHLY FIT" - U.S. Registration No. 4,794,551 for food delivery in Class 039; and consulting in the field of menu planning for others; food preparation services; food preparation services featuring fresh, properly proportioned, healthy meals designed to fuel metabolism and burn fat and made to order for delivery or pick up; food preparation services featuring healthy meals and snacks; providing personalized meal planning services via a website; subscriber-based meal planning services in digital form, accessible through the internet in Class 043.
- (4) "FRESHLY FLEX" - U.S. Registration No. 4,794,504 for food delivery in Class 039; and consulting in the field of menu planning for others; food preparation services; food preparation services featuring fresh, properly proportioned, healthy meals designed to fuel metabolism and burn fat and made to order for delivery or pick up; food preparation services featuring healthy meals and snacks; providing personalized meal planning services via a website; subscriber-based meal planning services in digital form, accessible through the internet in Class 043.
- (5) Freshly logo – U.S. Registration No. 4,794,496 for food delivery in Class 039; and consulting in the field of menu planning for others; food preparation services; food preparation services featuring fresh, properly proportioned, healthy meals designed to fuel metabolism and burn fat and made to order for delivery or pick up; food preparation services featuring healthy meals and snacks; providing personalized meal planning

services via a website; subscriber-based meal planning services in digital form, accessible through the internet in Class 043.

(6) "F3 FOODS" – U.S. Registration No. 4,474,311 for pre-packaged dinners consisting of primarily meat, seafood or poultry, served with pasta, rice and vegetables; prepared and packaged entrees consisting primarily of meat, fish, poultry or vegetables in Class 029; and food preparation services; food preparation services featuring healthy meals and snacks; preparation of food and beverages in Class 043.

WHEREAS, Assignor desires to sell and transfer, and Assignee desires to purchase and acquire, the above listed trademark registrations and all accompanying rights;

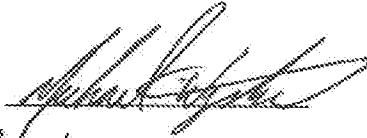
THEREFORE, for valuable consideration of one dollar (\$1.00) and other good and valuable consideration the sufficiency and receipt of which is acknowledged, the parties hereby agree as follows:

ASSIGNMENT

Assignor hereby sells, transfers, assigns and conveys to Assignee all of the Assignor's right, title and interest in and to the Trademarks, including all common law rights and registrations, together with all the goodwill associated therewith, along with the right to register, sue, enforce and collect remedies for prior, contemporaneous or future infringements of the Trademarks. Assignee accepts this transfer of rights. Assignor authorizes the United States Patent and Trademark Office, and any other applicable jurisdictions, to acknowledge and record the transfer of the Trademarks to Assignee. Assignor hereby further confirms that it has the right to convey the entire interest herein assigned, and that it has not executed, and will not execute, any agreement in conflict herewith.

IN WITNESS WHEREOF, executed by the Assignor's representative.

F3 FOODS, INC.:

Michael Wystrach: 

Title: CEO/President

Date: 5/5/17

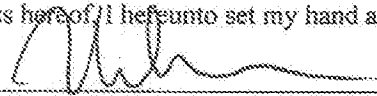
NOTARIZATION:

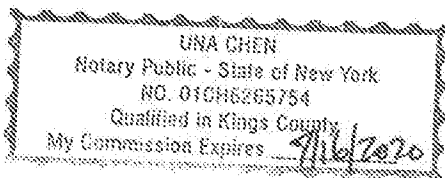
State of New York

County of New York

On this 5th day of MAY, 2017, before me a notary public, Michael Wystrach personally appeared, and the instrument was acknowledged executed before me.

In witness hereof, I hereunto set my hand and official seal.


Notary Signature



Page 2 of 2 – F3 Foods_Freshly TM Assignment