

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM452303

<b>SUBMISSION TYPE:</b>		NEW ASSIGNMENT	
<b>NATURE OF CONVEYANCE:</b>		ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL	
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Dale and Thomas Popcorn, LLC		11/21/2017	LLC : DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Eagle Family Foods Group LLC		
<b>Street Address:</b>	4020 Kinross Lakes Parkway		
<b>City:</b>	Richfield		
<b>State/Country:</b>	OHIO		
<b>Postal Code:</b>	44286		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 17</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	5116813	ORIGINAL MOVIE THEATER POPCORN	
Registration Number:	3209833	POPCORN, INDIANA	
Registration Number:	3855593	POPCORN, INDIANA	
Registration Number:	4310756	POPCORN, INDIANA FIT	
Registration Number:	3904072	POPCORN, INDIANA	
Registration Number:	5116031	REAL PLACE. REAL FLAVOR.	
Registration Number:	4246131		
Registration Number:	4841799		
Registration Number:	5101803	WE LIVE FOR POPCORN	
Registration Number:	5101809	WELCOME TO POPCORN, INDIANA POPULATION 4	
Registration Number:	5197286	CHICAGO FAIR	
Registration Number:	5197287	CAMEL & CHEESE CHICAGO FAIR POPCORN	
Registration Number:	5206290	CHICAGO FAIR	
Registration Number:	4419983	WARM YOUR CORN	
Registration Number:	4373794	FIT POPCORN	
Registration Number:	5207084	ORIGINAL MOVIE THEATER POPCORN CRISPY CR	
Registration Number:	3259218	DRIZZLECORN	
<b>CORRESPONDENCE DATA</b>			

CH \$440.00 5116813

**Fax Number:** 3303764577

*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:** 3303762700

**Email:** tlink@ralaw.com

**Correspondent Name:** Terrence H. Link II

**Address Line 1:** 222 S. Main St

**Address Line 4:** Akron, OHIO 44308

<b>NAME OF SUBMITTER:</b>	Terrence H. Link II
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<b>SIGNATURE:</b>	/thl/
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<b>DATE SIGNED:</b>	11/28/2017
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**Total Attachments: 5**

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**TRADEMARK ASSIGNMENT**

This TRADEMARK ASSIGNMENT (this “*Assignment*”) effective as of August 28, 2017 (“*Effective Date*”), between Dale and Thomas Popcorn, LLC, a limited liability company organized and existing under the laws of Delaware, also known as “Dale & Thomas Popcorn, LLC,” having an address at 1 Cedar Lane, Englewood, NJ 07631, USA (“*Assignor*”), and Eagle Family Foods Group LLC, a limited liability company organized and existing under the laws of Delaware, having an address at 4020 Kinross Lakes Parkway, Richfield, OH 44286, USA (“*Assignee*”).

WHEREAS, Assignor and Assignee are parties to a certain Asset Purchase Agreement, dated as of August 28, 2017 (the “*Purchase Agreement*”), (capitalized terms used herein without definition shall have the meanings set forth in the Purchase Agreement).

NOW, THEREFORE, for good and valuable consideration, the receipt, adequacy and sufficiency of which are hereby acknowledged, Assignor and Assignee hereby agree as follows:

1. Assignor hereby sells, contributes, transfers, grants, bargains, assigns and conveys to Assignee all of Assignor’s right, title and interest in, to and under the trademarks identified and set forth on Schedule A attached hereto and incorporated herein by reference (the “*Marks*”), together with the goodwill of the business associated therewith, including without limitation, any registrations and applications therefor, any renewals and extensions of the registrations and all corresponding rights that are or may be secured under applicable laws, now or hereafter arising or in effect, for Assignee’s own use and enjoyment, and for the use and enjoyment of Assignee’s successors, assigns and other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment had not been made, together with all rights to collect royalties, products and proceeds in connection with any of the foregoing and all rights to sue for past, present or future infringement, misappropriation, unfair competition, dilution or other violation of the foregoing, and all rights to recover damages or lost profits in connection therewith, and all rights corresponding thereto.
2. Assignor shall provide Assignee, its successors and assigns, and their legal representatives such information, documents and assistance as Assignee or any such other person or entity may reasonably request (including, without limitation, execution and delivery of any affidavits, declarations, oaths or other documents as may reasonably be required) in connection with effectuating and implementing this Assignment, at the sole cost and expense of Assignee.
3. This Assignment shall be governed by and construed in accordance with the laws of New York, without reference to its conflict of law principles.
4. This Assignment may be signed in counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned has caused this Assignment to be executed in Assignor's name by Assignor's duly authorized officer as of the date first above written.

**DALE AND THOMAS POPCORN, LLC**

By:           *Carla Corneal*          

Name:           *Carla Corneal*          

Title:           *CFO*          

Acknowledgement:

**EAGLE FAMILY FOODS GROUP LLC**

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

IN WITNESS WHEREOF, the undersigned has caused this Assignment to be executed in Assignor's name by Assignor's duly authorized officer as of the date first above written.

**DALE AND THOMAS POPCORN, LLC**

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Acknowledgement:

**EAGLE FAMILY FOODS GROUP LLC**

By: Paul Wagstaff

Name: Paul Wagstaff

Title: President & CEO

**Schedule A**

Trade Mark	Country	Application No.	Registration No.
ORIGINAL MOVIE THEATER POPCORN	USA	86438228	5116813
POPCORN, INDIANA (& STATE DESIGN)	USA	78767186	3209833
POPCORN, INDIANA (& TRACTOR DESIGN)	USA	77797579	3855593
POPCORN, INDIANA FIT (& DESIGN)	USA	85978702	4310756
POPCORN, INDIANA	USA	85049210	3904072
REAL PLACE. REAL FLAVOR	USA	86945227	5116031
(TRACTOR DESIGN)	USA	85655140	4246131
(TRACTOR DESIGN)	USA	85983861	4841799
WE LIVE FOR POPCORN	USA	86830808	5101803
WELCOME TO POPCORN, INDIANA POPULATION 42 (& DESIGN)	USA	86831835	5101809
CHICAGO FAIR (& LIGHT BULB DESIGN)	USA	87080237	5197286
CARAMEL & CHEESE CHICAGO FAIR POPCORN (& DESIGN)	USA	87080239	5197287
CHICAGO FAIR	USA	87055345	5206290
WARM YOUR CORN	USA	85980081	4419983
FIT POPCORN	USA	85979506	4373794
REACH FOR THE RED	USA	77520338	3981867
CHIPINS (& DESIGN)	USA	85043934	3971846
CHIPINS	USA	85037932	3971830
MUNCH BETTER	USA	77981849	3979189

Trade Mark	Country	Application No.	Registration No.
ORIGINAL MOVIE THEATER POPCORN CRISPY CRUNCH REAL BUTTER (& DESIGN)	USA	86438223	5207084
POPSTERS	USA	78765284	3309223
DRIZZLECORN	USA	78561569	3259218