

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM492365

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL
SEQUENCE:	1

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Epic Source Food Company, LLC		08/30/2018	Limited Liability Company: TEXAS

RECEIVING PARTY DATA

Name:	Karlin Foods Group, LLC
Street Address:	1845 Oak Street
City:	Northfield
State/Country:	ILLINOIS
Postal Code:	60093
Entity Type:	Limited Liability Company: OHIO

PROPERTY NUMBERS Total: 23

Property Type	Number	Word Mark
Registration Number:	3757310	LALOO'S
Registration Number:	4399666	RUMPLEMINT
Registration Number:	4399667	CAPRACCINO
Registration Number:	4457877	THE GOAT MAKES IT GOOD
Registration Number:	4566298	VANILLA SNOWFLAKE
Registration Number:	5205184	THE EPIC SOURCE FOOD COMPANY
Registration Number:	5205183	THE EPIC SOURCE FOOD COMPANY
Registration Number:	4918612	EARTH DOC'S
Registration Number:	4890007	GET YOUR GOAT ON
Registration Number:	5214373	GO GOAT
Registration Number:	5147919	MYSTIC STRAWBERRY
Registration Number:	5308516	NUTRITIONAL NOODLE PASTA CO
Registration Number:	5397076	FUNNY FARM
Registration Number:	5188211	FUNNY FARM
Registration Number:	5268147	NAPA VALLEY CHEESE CO.
Registration Number:	5493235	GOAT GOODNESS
Registration Number:	5281384	SPOON CONSISTENCY
Registration Number:	5350746	FUNNY FARM

TRADEMARK

Property Type	Number	Word Mark
Serial Number:	87021681	PLANET HARVEST
Serial Number:	87513502	WELCOME BACK TO REAL DAIRY
Serial Number:	87446128	CONFUZED
Serial Number:	87908426	A2 MOO
Serial Number:	87908421	A2 MOO

CORRESPONDENCE DATA

Fax Number: 3126210909

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: 3126219700

Email: jheston@beermannlaw.com

Correspondent Name: Jessica M. W. Heston

Address Line 1: Beermann LLP

Address Line 2: 161 N. Clark St., Ste 3000

Address Line 4: Chicago, ILLINOIS 60601

NAME OF SUBMITTER:	Jessica M. W. Heston
SIGNATURE:	/s/ Jessica M. W. Heston
DATE SIGNED:	10/02/2018

Total Attachments: 5

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INTELLECTUAL PROPERTY ASSIGNMENT

This Intellectual Property Assignment (this "Assignment"), dated as of August 30, 2018, is entered into by and between **EPIC SOURCE FOOD COMPANY, LLC**, a Texas limited liability company ("*Assignor*") and **KARLIN FOODS GROUP, LLC**, an Ohio limited liability company ("*Assignee*").

WITNESSETH:

WHEREAS, the Assignor and Assignee have entered into an Agreement for Sale and Purchase of Business Assets, dated as of August 30, 2018 (the "APA"; defined terms are used herein as defined in the APA); and

WHEREAS, pursuant to the APA, Assignor has agreed to execute this Assignment in favor of Assignee in exchange for the consideration set forth in the APA.

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

1. Assignor hereby assigns and sells to Assignee, its successors and assigns, all right, title and interest throughout the world in and to the following (collectively, the "Assigned Assets"):
(a) all recipes, processes, trademarks, ideas, concepts, tradenames, trade secrets, websites, domain names, email addresses, goodwill, expertise, and all other intellectual property associated with the Business, including, but not limited to, the trademarks, recipes, ideas, concepts, and all other intellectual property associated with the following brands: Laloo's, Funny Farm, Bunch Yogurt, Napa Valley Cheese, Nutritional Noodle, Planet Harvest and Garden Wellness; (b) all Intellectual Property set forth on Exhibit 1 to this Assignment; (c) the right to file for and/or obtain an application, registration, patent or other acknowledgment or filing for any of such Assigned Assets in the name of Assignee or its designee; (d) the right to sue or otherwise recover for all past, present and future infringements, misappropriations and breaches of any of the Assigned Assets; (e) all income, royalties, damages and other payments now and hereafter due and/or payable with respect to the Assigned Assets, and (f) all goodwill associated with the Assigned Assets.
2. Assignor shall, upon request and at the expense of Assignee, execute and deliver any and all papers, including assignments, and do any and all other lawful acts that may be necessary or desirable in the opinion of Assignee to secure, establish and maintain title of the Assigned Assets in Assignee, its successors and assigns, and give Assignee, its successors and assigns, the full benefit of the assignments set forth herein, including without limitation cooperation and execution of all papers and doing all other acts that may

be necessary to procure any United States or foreign patent, trademark registration, or copyright registration on any of the Intellectual Property.

IN WITNESS WHEREOF, the parties hereto have executed this Assignment as of the date first above written.

EPIC SOURCE FOOD COMPANY, LLC

By: 

Name: Tim Millson

Title: Mayor

KARLIN FOODS GROUP, LLC

By: 

Name: Mitchell Karlin

Title: Manager/President

Exhibit 1 to Intellectual Property Assignment

1. Trademark Registrations and Applications

<u>Mark</u>	<u>Ser./Reg. No.</u>	<u>File/Reg. Date</u>	<u>Country</u>
LALOO'S	3757310	3/9/10	US
RUMPLEMINT	4399666	9/10/13	US
CAPRACCINO	4399667	9/10/13	US
THE GOAT MAKES IT GOOD	4457877	12/31/14	US
VANILLA SNOWFLAKE	4566298	7/15/14	US
THE EPIC SOURCE FOOD COMPANY	5205184	5/16/17	US
THE EPIC SOURCE FOOD COMPANY	5205183	5/16/17	US
EARTH-DOC'S	4918612	3/15/16	US
GET YOUR GOAT ON	4890007	1/19/16	US
GO GOAT	5214373	5/30/17	US
MYSTIC STRAWBERRY	5147919	2/21/17	US
NUTRITIONAL NOODLE PASTA CO.	5308516	10/10/17	US

<u>Mark</u>	<u>Ser./Reg. No.</u>	<u>File/Reg. Date</u>	<u>Country</u>
FUNNY FARM	5397076	2/6/18	US
FUNNY FARM	5188211	4/18/17	US
PLANET HARVEST	87021681	5/2/16	US
NAPA VALLEY CHEESE CO.	5268147	8/15/17	US
GOAT GOODNESS	5493235	6/12/18	US
SPOON CONSISTENCY	5281384	9/5/17	US
FUNNY FARM	5350746	12/5/17	US
WELCOME BACK TO REAL DAIRY	87513502	6/30/17	US
CONFUZED	87446128	5/11/17	US
A2MOO	87908426	5/4/18	US
A2MOO	87908421	5/4/18	US
FUNNY FARM	1363009	7/19/17	Int'l Reg.

2. Domain Names

epicsourcefoods.com (and accompanying website)
funnyfarmfoods.com (and accompanying website)
nutritionalnoodle.com (and accompanying website)
planetharvestfoods.com (and accompanying website)
laloos.com (and accompanying website)

goatmilkicecream.com (expires 8/26/2018)
epiccoffecandcreamery.com (expires 11/13/2018)
epicgrounds.com (expires 11/13/2018)
frogoat.com
thenapavalleycheesecompany.com
napavalleygoatcheese.com
bunchyogurt.com
nutritionalnoodle.com
napavalleycheesecompany.com
goatmilksource.com
funnyfarmfoods.com
goatmilkguys.com
goat-guys.com
funnyfarmmacshack.com
ezpzfastandcheesy.com
a2moo.com
goatifyme.com
earth-docs.com
earth-docs.org
funnyfarmicecream.com
laloos.com
planetharvestfoods.com
funnyfarmsfoods.com
epicsourcefoods.com