

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM500557

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	NUNC PRO TUNC ASSIGNMENT		
<b>EFFECTIVE DATE:</b>	07/30/2018		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
The Hillshire Brands Company		11/28/2018	Corporation: MARYLAND
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Sara Lee Frozen Bakery, LLC (f/k/a KSLB Holdings, LLC)		
<b>Street Address:</b>	111 Radio Circle		
<b>City:</b>	Mount Kisco		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10549		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	87537546	STUFFIN'S	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6172359493		
<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>			
<b>Phone:</b>	212-596-9287		
<b>Email:</b>	ustrademarkmail@ropesgray.com		
<b>Correspondent Name:</b>	Nicole Mollica, Ropes & Gray LLP		
<b>Address Line 1:</b>	1211 Avenue of the Americas		
<b>Address Line 4:</b>	New York, NEW YORK 10036		
<b>ATTORNEY DOCKET NUMBER:</b>	KOLC-144-001		
<b>NAME OF SUBMITTER:</b>	Nicole Mollica		
<b>SIGNATURE:</b>	/nicole mollica/		
<b>DATE SIGNED:</b>	12/04/2018		
<b>Total Attachments: 6</b>			
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**EXECUTION VERSION**

**AMENDED AND RESTATED TRADEMARK ASSIGNMENT**

This AMENDED AND RESTATED TRADEMARK ASSIGNMENT (“Assignment”), effective as of the 30th day of July, 2018, is made and entered into by and between The Hillshire Brands Company, a Maryland corporation with an address at 2200 W. Don Tyson Parkway, Springdale, Arkansas 72762 (“Assignor”) and Sara Lee Frozen Bakery, LLC (f/k/a KSLB Holdings, LLC), a Delaware limited liability company with an address at 111 Radio Circle, Mount Kisco, New York 10549 (“Assignee”). Assignor and Assignee are referred to individually as a “Party” and collectively as the “Parties”.

WHEREAS, Assignor and Assignee previously entered into a Trademark Assignment dated as of July 30, 2018 (the “Original Assignment”);

WHEREAS, Assignor and Assignee desire to amend and restate the Original Assignment in its entirety and to replace the Original Assignment with this Assignment, which shall supersede the Original Assignment in all respects;

WHEREAS, Assignor and Assignee are parties to that certain Stock and Asset Purchase Agreement (“SAPA”) dated as of May 31, 2018, pursuant to which Assignor has assigned to Assignee all of Assignor’s rights, title, and interests in and to the trademarks identified on the attached Schedule A, together with any and all common law rights therein (collectively, the “Trademarks”), and the Parties wish to record such assignment; and

WHEREAS, Assignee is successor to the portion of Assignor’s business to which the Trademarks pertain, which business is ongoing and existing;

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

1. Assignor agrees to assign and hereby sells, assigns and transfers to Assignee, and Assignee hereby agrees to assume, all rights, title, and interests of Assignor in and to the Trademarks, together with the goodwill of the business associated with the Trademarks and that portion of Assignor’s business in connection with which it has a *bona fide* intent to use the Trademarks, including the right to bring an action at law or in equity for any infringement, dilution, or violation of any of the Trademarks occurring prior to the date hereof, and to collect all damages, settlements, and proceeds relating to the Trademarks.
2. Assignor hereby authorizes and requests the competent authorities to record this Assignment.

3. This Assignment may be executed in any number of counterparts, and by the Parties in separate counterparts, each of which will be deemed an original for all purposes and all of which together will constitute one and the same instrument.
4. This Assignment, together with the SAPA, embodies the entire agreement and understanding of the parties with respect to the subject matter contained herein and supersedes all prior agreements and understandings, oral or written, between the parties relating to the subject matter herein.

*Remainder of page intentionally left blank.*

IN WITNESS WHEREOF, the Parties have caused this Assignment to be duly executed and delivered, nunc pro tunc, effective as of July 30, 2018.

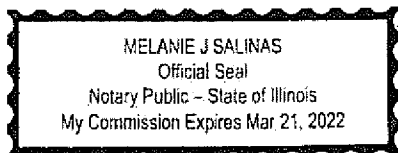
THE HILLSHIRE BRANDS COMPANY

By: [Signature]  
Name: George Chappelle  
Title: Authorized Signatory

STATE OF Illinois  
COUNTY OF Cook


The foregoing instrument was acknowledged before me this 28<sup>th</sup> day of November, 2018, by George Chappelle, the Authorized Signatory of The Hillshire Brands Company, a Maryland corporation, on behalf of said corporation. S/He is personally known to me or produced (I know) as identification.

Melanie J. Salinas  
Notary Public  
Melanie J. Salinas  
Typed, printed or stamped name of Notary Public



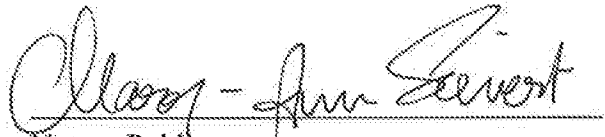
My Commission Expires: 3-21-22

SARA LEE FROZEN BAKERY, LLC

By:   
Name: Seth H. Hollander  
Title: President

STATE OF NEW YORK  
COUNTY OF WESTCHESTER

The foregoing instrument was acknowledged before me this 3<sup>rd</sup> day of DECEMBER 2018, by Seth H. Hollander, the President of Sara Lee Frozen Bakery, LLC, a Delaware limited liability company, on behalf of said limited liability company. S/He is personally known to me or produced \_\_\_\_\_ as identification.

  
Notary Public

MARY-ANN SIEVERT  
Typed, printed or stamped name of Notary Public

My Commission Expires:

**Mary-Ann Sievert**  
Notary Public, State of New York  
**No. 01S16045090**  
Qualified in Putnam County  
Certified in Westchester County  
Commission Expires July 24, 2022

**SCHEDULE A**

1. Registered Trademarks

Country	Trademark	Status	Registration No. / Serial No.	Registration Date / Filing Date
US	APPLE ORCHARD	Registered	4,636,627	11/11/2014
US	BISTRO COLLECTION	Registered	4,558,833	7/1/2014
US	CHEF PIERRE	Registered	792,636	7/13/1965
US	CHEFPIERRE & DESIGN  	Registered	1,117,391	5/1/1979
US	CHOCOLATE PEANUT BUTTER SHUDDER	Registered	3,455,218	6/24/2008
US	HI-PIE	Registered	1,117,812	5/8/1979
US	LEMON LOVER'S BAR	Registered	3,319,352	10/23/2007
US	LUXE LAYERS	Registered	4,577,037	7/29/2014
US	PEANUT BUTTER THUNDER	Registered	3,473,655	7/22/2008
US	RESTAURANT RESERVE	Registered	3,631,900	6/2/2009
US	SEVEN LAYERS OF HEAVEN	Registered	2,955,596	5/24/2005
US	SIMPLE SINGLES	Registered	3,790,606	5/18/2010
US	SIMPLE SWEETS	Registered	3,576,718	2/17/2009
US	WHERE PIE COMES FROM	Registered	2,730,559	6/24/2003
US	STUFFIN'S	Pending	87-537546	7/21/2017
Mexico	CHEF PIERRE	Registered	529336	8-27-1996

2. US Common Law Trademarks

- Bourbon St. Pecan Pie
- Brownie Bites
- Chocolate Cookie Crush
- Flavor Fushion
- Fruits of the Forest

- Gourmet Selections
- Lemon Delight
- Nutti-Stick!
- Oven Fresh
- Pastries Elite
- Restaurant Collection
- Baking Delicious Since 1922