

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

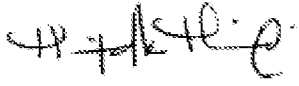
ETAS ID: TM484880

| | | | |
|---|-------------------------------------|-----------------------|-------------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | split-off | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Arancia Industrial, S.A. de C.V. | | 10/15/2009 | sociedad anonima (sa de cv): MEXICO |
| RECEIVING PARTY DATA | | | |
| Name: | Arancia, S.A. de C.V. | | |
| Street Address: | Andres Bello No. 10, Piso 16 | | |
| Internal Address: | Col. Polanco | | |
| City: | Ciudad de Mexico | | |
| State/Country: | MEXICO | | |
| Postal Code: | 11100 | | |
| Entity Type: | sociedad anonima (sa de cv): MEXICO | | |
| PROPERTY NUMBERS Total: 3 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3875256 | NATURA EXTRACTA | |
| Registration Number: | 3641145 | NATURA EXTRACTA | |
| Registration Number: | 4910610 | ARANCIA | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | | | |
| <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: | 011.52.55.5095.2031 | | |
| Email: | jmurphy@aml.com.mx | | |
| Correspondent Name: | John M. Murphy | | |
| Address Line 1: | 5802 Bob Bullock (Loop 20) | | |
| Address Line 2: | Building C1-56YI | | |
| Address Line 4: | Laredo, TEXAS 78041 | | |
| DOMESTIC REPRESENTATIVE | | | |
| Name: | John M. Murphy | | |
| Address Line 1: | 5802 Bob Bullock (Loop 20) | | |
| Address Line 2: | Building C1-56YI | | |
| Address Line 4: | Laredo, TEXAS 78041 | | |

OP \$90.00 3875256

| | |
|---|------------------|
| NAME OF SUBMITTER: | John M. Murphy |
| SIGNATURE: | /John M. Murphy/ |
| DATE SIGNED: | 08/06/2018 |
| Total Attachments: 5 source=ARANCIA TRANSLATION#page1.tif source=ARANCIA TRANSLATION#page2.tif source=ARANCIA TRANSLATION#page3.tif source=ARANCIA TRANSLATION#page4.tif source=ARANCIA TRANSLATION#page5.tif | |

I, Michelle Molina, am fluent in both languages and certify that this translation is accurate.

A handwritten signature in black ink, appearing to read "Michelle Molina". The signature is written in a cursive style with a large initial "M" and a long horizontal stroke.

NOTICES SECTION**ARANCIA INDUSTRIAL, S.A. DE C.V.
SPLIT-OFF NOTICE**

Pursuant the provisions of article 228-B of the General Law of Business Corporations, a fragment of the split-off resolutions agreed by the General Extraordinary Shareholders Meeting of **ARANCIA INDUSTRIAL, S.A. DE C.V.**, held at 9:00 Hrs. of October 15, 2009, is published.

1. The split-off of **ARANCIA INDUSTRIAL, S.A. DE C.V.** as original and surviving corporation ("original corporation") and the creation of **ARANCIA, S.A. DE C.V.**, are agreed, subject to the corresponding authorization of the Ministry of External Affairs, as split-off corporation ("split-off corporation"), which will be as such the universal successor in title of the patrimony provided *en bloc* by the original corporation.

2. It was agreed that the original corporation shall transfer to the split off corporation the assets and equities shown in the proforma balance sheet of the split off corporation, with numbers projected until November 14, 2009, same that is published along with this notice.

3. The original corporation shall keep the assets, liabilities and equities shown in the proforma balance sheet of the original corporation with numbers projected until November 14, 2009, same that is published along with this notice.

4. The general statement of the original corporation until December 31, 2008, with audited and ruled numbers, was consider for adhering to the resolutions of the split-off and for the effects of the provisions of paragraph c), section IV of article 228-Bis of the General Law of Business Corporations.

5. The assets and equities items object of this split-off shall be transfer by the original corporation to the split-off corporation on the date in which the split-off legally takes effect, by means of the cancellation of said items made by the original corporation in its patrimony.

6. Each of the shareholders of the original corporation shall have an initial interest in the capital stock of the split-off corporation in the same percentage than their interest in the capital stock of the original corporation.

7. Considering that the consent of the main creditors of the original corporation was previously obtained, and that the shareholders thereof unanimously approved the split-off, the Shareholders Meeting of the original corporation held on October 15, 2009, resolved that the agreed split-off shall take effect as of November 14, 2009, provided that no creditor of the original corporation entitled to do so files an opposition within the term referred to by section IV of article 228-Bis of the General Law of Business Corporations.

8. **ARANCIA, S.A. DE C.V.**, as it is the split-off corporation, shall be jointly liable with the original corporation for up to the amount of the net assets assigned to **ARANCIA, S.A. DE C.V.** at the time in which the split-off takes effect regarding the current creditors who did not give their express consent for said split-off.

9. The complete text of the split-off resolutions and all the documents, descriptions and information related thereto are available for the legitimate creditors at the offices of the original corporation during a 45 calendar days term as of the date of this publication.

Mexico City, November 5, 2009

(Signature)

José Carlos Orozco Flores

Deputy of the Meeting

SCHEDULE "B"

ARANCIA, S.A. DE C.V.
SPLIT-OFF CORPORATION
PROFORMA BALANCE SHEET
UNTIL NOVEMBER 14, 2009
(thousands of pesos)

Assets

Current Assets

| | | |
|--|----|---------|
| Cash and investment | \$ | 200,000 |
| Accounts payable <i>intercompanies</i> | \$ | 155,300 |
| Other accounts payable | | 1,654 |
| | | <hr/> |
| | \$ | 356,954 |

| | | |
|--------------|----|-----|
| Fixed Assets | \$ | 159 |
|--------------|----|-----|

| | | |
|-----------------------------------|----|---------|
| Investment in shares | \$ | 420,858 |
| Trademarks | | 479 |
| Trademarks Amortization | | (479) |
| Temporal investment in associates | | 192,452 |
| | | <hr/> |

| | | |
|----------------------------|--|--------|
| Long term accounts payable | | 42,344 |
|----------------------------|--|--------|

| | | |
|----------------------|----|-----------|
| Sum of Assets | \$ | 1'012,767 |
| | | <hr/> |

Liabilities

Current Liabilities

| | | |
|--|----|--------|
| Accounts payable <i>intercompanies</i> | \$ | 77,158 |
|--|----|--------|

Total equity

| | | |
|---------------------------------|----|---------------|
| Capital stock | \$ | 418,956 |
| Capital stock restatement | | 36,853 |
| Fee for subscription of capital | | 221,181 |
| Retained profits | | 258,619 |
| | | <hr/> |

| | | |
|----------------------|----|---------|
| Sum of Equity | \$ | 935,609 |
| | | <hr/> |

| | | |
|--------------------------------------|----|-----------|
| Sum of Liabilities and Equity | \$ | 1'012,767 |
| | | <hr/> |

(Signature)
Miguel Guzmán V., CPA
Chief Financial Officer
Rubric

SECCIÓN DE AVISOS

ARANCIA INDUSTRIAL, S.A. DE C.V. AVISO DE ESCISIÓN

En atención a lo dispuesto por el artículo 228-Bis de la Ley General de Sociedades Mercantiles, se publica un extracto de las resoluciones de escisión acordadas por la Asamblea General Extraordinaria de Accionistas de **ARANCIA INDUSTRIAL, S.A. DE C.V.**, celebrada a las 9:00 Hrs. del 15 de Octubre del 2009.

1.- Se acordó la escisión de **ARANCIA INDUSTRIAL, S.A. DE C.V.**, como sociedad escidente y subsistente (“sociedad escidente”) y la creación de **ARANCIA, S.A. DE C.V.**, sujeto a la obtención del permiso correspondiente por parte de la Secretaría de Relaciones Exteriores, como sociedad escindida (“sociedad escindida”), la que como tal será causahabiente a título universal del patrimonio que le aporta en bloque la sociedad escidente.

2.- Se acordó que la sociedad escidente transmitirá a la sociedad escindida el activo y capital que se reflejan en el balance general proforma de la sociedad escindida, con cifras proyectadas al 14 de Noviembre de 2009, mismo que se publica junto con este aviso.

3.- La sociedad escidente conservará el activo, pasivo y capital que se reflejan en el balance general proforma de la sociedad escidente con cifras proyectadas al 14 de Noviembre de 2009, mismo que se publica junto con este aviso.

4.- El balance general de la sociedad escidente al 31 de Diciembre del 2008, con cifras auditadas y dictaminadas, se consideró para adoptar las resoluciones de la escisión y para los efectos de lo dispuesto en el párrafo c), de la fracción IV del artículo 228-Bis de la Ley General de Sociedades Mercantiles.

5.- Las partidas de activo y capital materia de la escisión serán transferidas por la sociedad escidente a favor de la sociedad escindida en la fecha en que jurídicamente surta sus efectos la escisión, mediante la cancelación que de dichas partidas lleve al cabo la sociedad escidente en su patrimonio.

6.- Cada uno de los accionistas de la sociedad escidente participará inicialmente en el capital social de la sociedad escindida en el mismo porcentaje en que participan en el capital social de la sociedad escidente.

7.- En virtud de que previamente se obtuvo el consentimiento de los principales acreedores de la sociedad escidente y de que unánimemente sus accionistas aprobaron la escisión, la Asamblea de Accionistas de la sociedad escidente celebrada el 15 de octubre de 2009 resolvió que la escisión acordada surtirá efectos el día 14 de Noviembre de 2009, siempre y cuando no se presentare oposición por algún acreedor de la sociedad escidente que este legitimado para oponerse, dentro del plazo a que se refiere la fracción IV del artículo 228-Bis, de la Ley General de Sociedades Mercantiles.

8.- **ARANCIA, S.A. DE C.V.**, por tener el carácter de escindida, será responsable solidario con la sociedad escidente hasta por el importe del activo neto atribuido a **ARANCIA, S.A. DE C.V.** al momento en que surta efectos la escisión, respecto de los acreedores actuales que no hayan dado su consentimiento expreso para la misma.

9.- El texto completo de las resoluciones de escisión y todos los documentos, descripciones y datos inherentes a ella se encuentran a disposición de acreedores legitimados en las oficinas de la sociedad escidente, durante el plazo de 45 días de calendario contado a partir de la fecha de la presente publicación.

México, D.F., a 05 de Noviembre del 2009.

(Firma)
José Carlos Orozco Flores
Delegado de la Asamblea

ANEXO "B"

ARANCIA, S.A. DE C.V.
 SOCIEDAD ESCINDIDA
 BALANCE GENERAL PROFORMA
 AL 14 DE NOVIEMBRE DE 2009
 (miles de pesos)

Activo

Circulante

| | | |
|-----------------------------------|----|--------------|
| Efectivo e inversiones | \$ | 200,000 |
| Cuentas por cobrar intercompañías | \$ | 155,300 |
| Otras cuentas por cobrar | | <u>1,654</u> |
| | \$ | 356,954 |

Activo fijo \$ 159

| | | |
|---------------------------------|----|----------------|
| Inversión en acciones | \$ | 420,858 |
| Marcas | | 479 |
| Amortización de Marcas | | (479) |
| Inversión temporal en asociadas | | <u>192,452</u> |
| | | 613,310 |

Cuentas por cobrar a largo plazo 42,344

Suma el activo \$ 1'012,767

Pasivo

Circulante

Cuentas por pagar intercompañías \$ 77,158

Capital contable

| | | |
|----------------------------------|-------|----------------|
| Capital social | \$ | 418,956 |
| Actualización del capital social | | 36,853 |
| Prima por suscripción de capital | | 221,181 |
| Utilidades retenidas | | <u>258,619</u> |

Suma el capital \$ 935,609

Suma pasivo y capital \$ 1'012,767

(Firma)

C.P. Miguel Guzmán V.
 Director de Finanzas
 Rúbrica