

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM503908

<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>
Glutenfreeda Flagship LLC		12/28/2018	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Treasure Valley Food Holdings, LLC		
<b>Street Address:</b>	851 N. Hickory Avenue, Suite 200		
<b>City:</b>	Meridian		
<b>State/Country:</b>	IDAHO		
<b>Postal Code:</b>	83642		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4385235	GLUTEN FREE GLUTENFREEDA CERTIFIED LESS	
<b>Registration Number:</b>	3378634	GLUTENFREEDA	
<b>Registration Number:</b>	3871302	GLUTENFREEDA	
<b>Registration Number:</b>	3871303	GLUTENFREEDA	
<b>Registration Number:</b>	4254079	WE MAKE GLUTEN-FREE DELICIOUS...IT'S WHA	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	8669471121		
<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>	585-263-1000		
<b>Email:</b>	nytm@nixonpeabody.com		
<b>Correspondent Name:</b>	Kristen M. Walsh, Nixon Peabody LLP		
<b>Address Line 1:</b>	1300 CLINTON SQUARE		
<b>Address Line 4:</b>	ROCHESTER, NEW YORK 14604		
<b>ATTORNEY DOCKET NUMBER:</b>	38726-48		
<b>NAME OF SUBMITTER:</b>	Kristen Mollnow Walsh		
<b>SIGNATURE:</b>	/kristenmollnowwalsh/		
<b>DATE SIGNED:</b>	12/31/2018		

CH \$140.00 4385235

**Total Attachments: 4**

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## TRADEMARK ASSIGNMENT

This ASSIGNMENT, effective as of December 28, 2018, is made by Glutenfreeda Flagship LLC, a Delaware limited liability company, having its principal place of business at 6455 S. Yosemite Street, Suite 140, Greenwood Village, Colorado 80111 (the “Assignor”), and Treasure Valley Food Holdings, LLC, a Delaware limited liability company, having its principal place of business at 851 N. Hickory Avenue, Suite 200, Meridian, Idaho 83642 (together with its successors and assigns, the “Assignee”).

The Assignor owns the trademarks and all trademark applications and/or registrations therefor and all common law rights associated therewith, that are listed in Schedule A attached hereto and incorporated herein by reference (collectively, the “Marks”).

The Assignor has agreed to assign to the Assignee all of the rights, title, and interests of the Assignor in and to the Marks, and the Assignee has agreed to accept said assignment.

For TEN DOLLARS (USD) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor hereby assigns, transfers, and conveys to the Assignee, and the Assignee, as the successor to the portion of the ongoing and existing business to which the Marks pertain, hereby accepts from the Assignor, all of the rights, title, and interests of the Assignor in and to the Marks, together with the goodwill of the business symbolized by the Marks, with the right to recover for damages and profits and all other remedies for past infringements thereof.

This Trademark Assignment may be executed in two or more counterparts, each of which shall be deemed an original but all of which together shall constitute one and the same instrument.

This Trademark Assignment is given pursuant to the terms of the Contribution Agreement between the Assignor and Assignee, dated as of December 28, 2018 (the “Contribution Agreement”). The terms and conditions of the Contribution Agreement are incorporated herein by reference. All capitalized terms used herein but not otherwise defined shall have the same meanings as set forth in the Contribution Agreement. In the event of a conflict or inconsistency between the provisions of this Trademark Assignment and the provisions of the Contribution Agreement, the provisions of the Purchase Agreement will prevail.

[Signature page follows]

**ASSIGNOR:**

Glutenfreeda Flagship LLC

Dated: December 28, 2018

By:   
Name: Jorge Ayon  
Title: Chief Financial Officer

**ASSIGNEE:**

Treasure Valley Foods Holdings, LLC

Dated: December 28, 2018

By: \_\_\_\_\_  
Name: Tyler Smith  
Title: Chief Financial Officer

*[Signature page to Trademark Assignment]*

**ASSIGNOR:**

Glutenfreeda Flagship LLC

Dated: December 28, 2018

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

Name: Jorge Ayon

Title: Chief Financial Officer

**ASSIGNEE:**

Treasure Valley Foods Holdings, LLC

Dated: December 28, 2018

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

Name: Tyler Smith

Title: Chief Financial Officer

[Signature page to Trademark Assignment]

**SCHEDULE A**

1. United States Trademark Registrations:

<b>Mark</b>	<b>Registration Number</b>
Gluten Free Glutenfreeda Certified Less Than 5 PPM 100% Dedicated Facility (and Design)	4,385,235
GLUTENFREEDA	3,378,634
GLUTENFREEDA	3,871,302
GLUTENFREEDA (and Design)	3,871,303
WE MAKE GLUTEN-FREE DELICIOUS...IT'S WHAT WE DO	4,254,079