

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM528615

|   |  |                        |                       |
|---|--|------------------------|-----------------------|
| <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>    |
| Nourish Snacks, Inc.  |  | 06/08/2019             | Corporation: DELAWARE |
| <b>RECEIVING PARTY DATA</b>   |  |                        |                       |
| <b>Name:</b>  | NOURISH FOODS LLC                                  |                        |                       |
| <b>Street Address:</b>  | 168B Irving Avenue                                 |                        |                       |
| <b>Internal Address:</b>  | Suite 303C   |                        |                       |
| <b>City:</b>  | Port Chester                                       |                        |                       |
| <b>State/Country:</b>   | NEW YORK   |                        |                       |
| <b>Postal Code:</b>   | 10573  |                        |                       |
| <b>Entity Type:</b>   | Limited Liability Company: NEW YORK                |                        |                       |
| <b>PROPERTY NUMBERS Total: 14</b>   |  |                        |                       |
| <b>Property Type</b>  | <b>Number</b>                                      | <b>Word Mark</b>       |                       |
| <b>Registration Number:</b>   | 5507378  | NOURISH NOURISH SNACKS |                       |
| <b>Registration Number:</b>   | 5507377  | NOURISH SNACKS         |                       |
| <b>Registration Number:</b>   | 5507376  | NOURISH                |                       |
| <b>Registration Number:</b>   | 5507371  | NOURISH                |                       |
| <b>Registration Number:</b>   | 5296562  | NOURISH                |                       |
| <b>Registration Number:</b>   | 5296561  | NOURISH SNACKS         |                       |
| <b>Registration Number:</b>   | 4699446  | MR. POPULAR            |                       |
| <b>Registration Number:</b>   | 4607255  | N NOURISH SNACKS       |                       |
| <b>Registration Number:</b>   | 4553219  | OPEN WITH JOY          |                       |
| <b>Registration Number:</b>   | 4573563  | EAT HAPPY              |                       |
| <b>Registration Number:</b>   | 4577319  | NOURISH SNACKS         |                       |
| <b>Registration Number:</b>   | 4685152  | NOURISH SNACKS         |                       |
| <b>Registration Number:</b>   | 3261204  | NOURISH                |                       |
| <b>Registration Number:</b>   | 3261209  | NOURISH                |                       |
| <b>CORRESPONDENCE DATA</b>  |  |                        |                       |
| <b>Fax Number:</b>  | 2127986915   |                        |                       |
| <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> |  |                        |                       |

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**Phone:** 2123260831  
**Email:** tlee@pryorcashman.com,tmdocketing@pryorcashman.com,mwalters-bowens@pryor  
**Correspondent Name:** Teresa Lee  
**Address Line 1:** 7 Times Square  
**Address Line 4:** New York, NEW YORK 10036

**NAME OF SUBMITTER:** Teresa Lee

**SIGNATURE:** /tlee/

**DATE SIGNED:** 06/20/2019

**Total Attachments: 5**

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**ASSIGNMENT**

This Assignment Agreement (hereinafter the "Assignment") is entered into on the Effective Date (which is defined as the date of the last signing party's signature to this Assignment) by and between NOURISH SNACKS, INC, a corporation organized under the laws of the State of Delaware, with a place of business at 168B Irving Avenue, Suite 303C, Port Chester, NY 10573 (hereinafter "ASSIGNOR") on the one hand, and NOURISH FOODS, LLC, a limited liability company organized under the laws of the State of New York, with a place of business at 168B Irving Avenue, Suite 303C, Port Chester, NY 10573 (hereinafter the "ASSIGNEE"), on the other hand;

**WHEREAS**, ASSIGNOR is the owner of the marks (collectively, the "Marks") and U.S. Registrations (collectively, the "Registrations") set forth in Exhibit A attached hereto (the Marks and Registrations are hereinafter collectively referred to as the "Property");

**WHEREAS**, ASSIGNEE wishes to acquire from ASSIGNOR all of its right, title and interest in, to and under such Property.

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereto, intending to be legally bound, agree to the following terms and conditions:

ASSIGNOR hereby assigns, transfers, grants and conveys to ASSIGNEE, its successors, assigns and legal representatives forever, ASSIGNOR's entire right, title and interest in and to such Property throughout the world in perpetuity, together with the goodwill associated therewith and that part of the ASSIGNOR's business connected with the use thereof and symbolized thereby, and any and all of ASSIGNOR's other rights, privileges and priorities provided under state and federal law of the United States, and under the laws of any and all foreign jurisdictions with respect to the Property, including without limitation ASSIGNOR's common law rights and rights under the laws of unfair competition, and any and all rights of action at law and suits in equity to recover for past infringements of the Property currently known to ASSIGNOR as of the date hereof or that may become known after the date of this Assignment (the "Transferred

Rights”), and any and all of ASSIGNOR’s rights to obtain renewals, reissues, and extensions for such Property upon registration of such Property throughout the world, or other legal protections pertaining to the Transferred Rights;

AND, ASSIGNOR hereby covenants that ASSIGNOR has the full right to convey the interest assigned by this Assignment and has not conveyed any interest in or right to the Property to any third party;

AND, ASSIGNOR hereby further covenants and agrees that ASSIGNOR will, without further consideration, communicate with ASSIGNEE, its successors and assigns, any facts known to Assignor respecting the Property, and testify in any legal proceeding, sign all lawful papers when called upon to do so, execute and deliver any and all papers that may be necessary or desirable to perfect the title to the Property in said ASSIGNEE, its successors and assigns, and generally do everything possible to aid ASSIGNEE, its successors and assigns, to obtain and enforce proper trademark protection for the Property in the United States and any foreign country, it being understood that any expense incident to the execution of such papers shall be borne by ASSIGNEE, its successors and assigns.

*[Signature page follows, remainder of page intentionally left blank]*

IN WITNESS WHEREOF, the Parties have executed this Assignment as of the date first set forth above.

**ASSIGNOR**

**NOURISH SNACKS, INC**

By DocuSigned by:  
*Ian Bauer*  
414C14D08DFA48C

Name (Print): Ian Bauer

Title: Board Member

Date: 6/8/2019

**ASSIGNEE**

**NOURISH FOODS, LLC**

By DocuSigned by:  
*Trish Gaziz*  
C32D3D1E1AC5473

Name (Print): Trish Gaziz

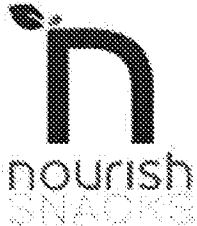
Title: Director of Finance

Date: 6/9/2019

# EXHIBIT A

## United States Registrations

| No. | Mark           | Class(es) | Reg. No. | Reg. Date          |
|-----|----------------|-----------|----------|--------------------|
| 1.  |                | 30        | 5507378  | July 3, 2018       |
| 2.  |                | 30        | 5507377  | July 3, 2018       |
| 3.  |                | 30        | 5507376  | July 3, 2018       |
| 4.  |                | 30        | 5507371  | July 3, 2018       |
| 5.  | NOURISH        | 30        | 5296562  | September 26, 2017 |
| 6.  | NOURISH SNACKS | 30        | 5296561  | September 26, 2017 |
| 7.  | MR. POPULAR    | 30        | 4699446  | March 10, 2015     |

|     |   |                  |         |                    |
|-----|---|------------------|---------|--------------------|
| 8.  |  | 29 and<br>35     | 4607255 | September 16, 2014 |
| 9.  | <b>OPEN WITH JOY</b>  | 29 and<br>30     | 4553219 | June 17, 2014      |
| 10. | <b>EAT HAPPY</b>  | 35               | 4573563 | July 22, 2014      |
| 11. | <b>NOURISH SNACKS</b>   | 29, 35<br>and 39 | 4577319 | July 29, 2014      |
| 12. | <b>NOURISH SNACKS</b>   | 44               | 4685152 | February 10, 2015  |
| 13. | <b>NOURISH</b>  | 29               | 3261204 | July 10, 2007      |
| 14. | <b>NOURISH</b>  | 30               | 3261209 | July 10, 2007      |

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