

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM568712

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Friendly Fruit, Inc. DBA Sid Wainer & Son		03/19/2020	Corporation: MASSACHUSETTS
Friendly Fruit, Inc.		03/19/2020	Corporation: MASSACHUSETTS
Sid Wainer & Son		03/19/2020	Corporation: MASSACHUSETTS

**RECEIVING PARTY DATA**

<b>Name:</b>	The Chefs' Warehouse, Inc.
<b>Street Address:</b>	100 East Ridge Road
<b>City:</b>	Ridgefield
<b>State/Country:</b>	CONNECTICUT
<b>Postal Code:</b>	06877
<b>Entity Type:</b>	Corporation: DELAWARE

**PROPERTY NUMBERS Total: 46**

Property Type	Number	Word Mark
<b>Serial Number:</b>	87403677	INSPIRATION DISCOVERED
<b>Serial Number:</b>	88019236	JANSAL VALLEY HERITAGE EST. 1914
<b>Serial Number:</b>	88249821	
<b>Registration Number:</b>	2122361	ATLANTIC ISLES
<b>Registration Number:</b>	2140079	DOMAINE DE PROVENCE
<b>Registration Number:</b>	2219770	FONDO DI ALBA
<b>Registration Number:</b>	2160855	FONDO DI TREBBIANO
<b>Registration Number:</b>	2148228	FONDO DI TOSCANA
<b>Registration Number:</b>	2960120	GOURMET OUTLET OF AMERICA
<b>Registration Number:</b>	2779823	HACCP - HAND PICKED FROM THE WORLD'S FIN
<b>Registration Number:</b>	2596704	HANDPICKED FROM THE WORLD'S FINEST FARMS
<b>Registration Number:</b>	2096166	HANDPICKED FROM THE WORLD'S FINEST FARMS
<b>Registration Number:</b>	2138504	HANDPICKED FROM THE WORLD'S FINEST FARMS
<b>Registration Number:</b>	5783389	INSPIRATION DISCOVERED
<b>Registration Number:</b>	5808228	JANSAL VALLEY

OP \$1165.00 87403677

Property Type	Number	Word Mark
Registration Number:	5932447	JANSAL VALLEY
Registration Number:	2097889	JANSAL VALLEY
Registration Number:	2133394	JANSAL VALLEY 1ST PICK
Registration Number:	3204454	JANSAL VALLEY 1ST PICK OF THE HARVEST
Registration Number:	4841762	JANSAL VALLEY FARM
Registration Number:	5783386	JANSAL VALLEY INSPIRATION DISCOVERED
Registration Number:	5944546	JANSAL VALLEY INSPIRATION DISCOVERED
Registration Number:	5670268	KILCHURN ESTATE
Registration Number:	2152961	KILCHURN ESTATE
Registration Number:	2614310	L'ESSENCE DES FRUITS
Registration Number:	3309625	L'ESSENCE DU CHOCOLAT
Registration Number:	2577715	L'ESSENCE DU FROMAGE
Registration Number:	5524513	SAKURAUCHI SA
Registration Number:	2503948	NA ZDOROVIA
Registration Number:	3353377	SAKURAUCHI SA
Registration Number:	2110778	SID WAINER & SON
Registration Number:	5235003	SOUTHCOAST FARMS
Registration Number:	2550725	SID WAINER & SON - HACCP
Registration Number:	3218891	SOUTHCOAST FARMS
Registration Number:	3994682	SUSTAINABLE FIELDS
Registration Number:	5104456	SUSTAINABLE FIELDS
Registration Number:	3484303	THE FRESH OLIVE COMPANY OF PROVENCE
Registration Number:	2740851	THE GOURMET OUTLET OF AMERICA
Registration Number:	5083911	WAINER FAMILY FARM
Registration Number:	5808229	
Registration Number:	5932446	
Registration Number:	2441653	THE GOURMET OUTLET
Registration Number:	3077352	SOUTHCOAST FARMS
Registration Number:	2171412	KILCHURN ESTATE
Registration Number:	3986623	HENRY'S KITCHEN
Registration Number:	3450553	INTERNATIONAL GALLERY OF CHEESE

**CORRESPONDENCE DATA**

**Fax Number:**

*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:** 2125215400

**Email:** mpikser@reedsmith.com

**Correspondent Name:** Meredith D. Pikser

**Address Line 1:** 599 Lexington Avenue

**TRADEMARK**

**REEL: 006899 FRAME: 0244**

**Address Line 4:** New York, NEW YORK 10022

**NAME OF SUBMITTER:** Meredith D. Pikser

**SIGNATURE:** /Meredith D. Pikser/

**DATE SIGNED:** 03/24/2020

**Total Attachments: 9**

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## INTELLECTUAL PROPERTY ASSIGNMENT AGREEMENT

THIS INTELLECTUAL PROPERTY ASSIGNMENT AGREEMENT (this "IP Assignment") is made and entered into as of this 15 day of March, 2020 by and between Friendly Fruit, Inc. DBA Sid Wainer & Son, Friendly Fruit, Inc. and Sid Wainer & Son, all Massachusetts corporations located at 2301 Purchase Street, New Bedford, Massachusetts 02746 (collectively "Assignor"), and The Chefs' Warehouse, Inc., a Delaware corporation located at 100 East Ridge Road, Ridgefield, Connecticut 06877 ("Assignee").

WHEREAS, Assignor is the sole owner of certain trademark applications and registrations and domain name registrations and the goodwill appurtenant thereto listed on Exhibit A attached hereto (the "Intellectual Property");

WHEREAS, Assignor desires to convey, transfer, assign and deliver to Assignee all right, title, and interest in and to the Intellectual Property, along with the business to which the Intellectual Property pertains including, without limitation, the right to sue for past, present and future infringement thereof; and

WHEREAS, Assignee desires to acquire all right, title and interest in and to the Intellectual Property and the business to which the Intellectual Property pertains.

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

1. Assignment. Assignor hereby conveys, transfers, assigns and delivers to Assignee all of Assignor's right, title and interest in and to the Intellectual Property including, without limitation, the goodwill appurtenant thereto and the business to which the Intellectual Property pertains and the right to sue for past, present and future infringement thereof.

2. Ownership. Assignor represents and warrants that: it is the owner of the entire right, title, and interest in and to the Intellectual Property; it has the right and power to assign ownership of the Intellectual Property; there are no other agreements with any other party in conflict with such assignment; and it knows of no third parties with prior rights that may threaten or otherwise validly challenge the rights assigned herein to the Intellectual Property.

3. Recordation. Assignor authorizes the Commissioner for Trademarks of the United States Patent and Trademark Office and any other empowered governmental official in the United States and in relevant jurisdictions outside the United States to record and register this IP Assignment.

4. Further Assurances. From time to time, as and when requested by any party hereto, each other party shall execute, acknowledge and deliver, or cause to be executed, acknowledged and delivered, all such other documents and instruments and

take, or cause to be taken, all such other actions as are reasonably necessary to evidence and effectuate the transactions contemplated by this IP Assignment.

5. Successors and Assigns. This IP Assignment shall be binding upon and inure to the benefit of the parties hereto and their respective successors and permitted assigns.

6. Counterparts. This IP Assignment may be executed in one or more counterparts, each of which shall be deemed to be an original but all of which shall constitute one and the same instrument.

7. Modification and Waiver. None of the provisions of this IP Assignment may be waived, changed or altered except in a writing executed by each of the parties hereto.

8. Governing Law. This IP Assignment shall be governed by and construed in accordance with the laws of the State of New York without regard to conflicts of laws principles that would require the application of any other law.

[SIGNATURE PAGE FOLLOWS]

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

**FRIENDLY FRUIT, INC. DBA SID  
WAINER & SON**

By: [Signature]  
Name: Henric B Wainer  
Title: President

**FRIENDLY FRUIT, INC.**

By: [Signature]  
Name: Henric B Wainer  
Title: President

**SID WAINER & SON**

By: [Signature]  
Name: Henric B Wainer  
Title: President


**THE CHEFS' WAREHOUSE, INC.**

By: [Signature]  
Name: David Gray  
Title: VP-CFO

**EXHIBIT A**


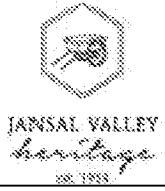
**ASSIGNED INTELLECTUAL PROPERTY**

**TRADEMARKS**

<b>Trademark</b>	<b>Country</b>	<b>Status</b>	<b>App. No./Reg. No.</b>	<b>Filing Date/Reg. Date</b>	<b>Owner</b>
ATLANTIC ISLES	United States	Registered	2122361	December 16, 1997	Friendly Fruit, Inc., DBA Sid Wainer & Son
DOMAIN DE PROVENCE	United States	Registered	2140079	March 3, 1998	Friendly Fruit, Inc., DBA Sid Wainer & Son
FONDO DI ALBA	United States	Registered	2219770	January 19, 1999	Friendly Fruit, Inc., DBA Sid Wainer & Son
FONDO DI TREBBIANO	United States	Registered	2160855	May 26, 1998	Friendly Fruit, Inc., DBA Sid Wainer & Son
FONDO DI TOSCANO	United States	Registered	2148228	March 31, 1998	Friendly Fruit, Inc., DBA Sid Wainer & Son
GOURMET OUTLET OF AMERICA	United States	Registered	2960120	June 7, 2005	Friendly Fruit, Inc., DBA Sid Wainer & Son
HACCP – HAND PICKED FROM THE WORLD’S FINEST FARMS	United States	Registered	2779823	November 4, 2003	Friendly Fruit, Inc., DBA Sid Wainer & Son
HANDPICKED FROM THE WORLD’S FINEST FARMS & Design 	United States	Registered	2596704	July 23, 2002	Friendly Fruit, Inc., DBA Sid Wainer & Son
HANDPICKED FROM THE WORLD’S FINEST FARMS	United States	Registered	2096166	September 9, 1997	Friendly Fruit, Inc., DBA Sid Wainer & Son

**TRADEMARK**

**REEL: 006899 FRAME: 0249**

HANDPICKED FROM THE WORLD'S FINEST FARMS & Design 	United States	Registered	2138504	February 24, 1998	Friendly Fruit, Inc., DBA Sid Wainer & Son
INSPIRATION DISCOVERED	United States	Pending	87403677	April 7, 2017	Friendly Fruit, Inc., DBA Sid Wainer & Son
INSPIRATION DISCOVERED	United States	Registered	5783389	June 18, 2019	Friendly Fruit, Inc., DBA Sid Wainer & Son
JANSAL VALLEY	United States	Registered	5808228	July 16, 2019	Friendly Fruit, Inc., DBA Sid Wainer & Son
JANSAL VALLEY	United States	Registered	5932447	December 10, 2019	Friendly Fruit, Inc., DBA Sid Wainer & Son
JANSAL VALLEY	United States	Registered	2097889	September 16, 1997	Friendly Fruit, Inc., DBA Sid Wainer & Son
JANSAL VALLEY 1ST PICK	United States	Registered	2133394	January 27, 1998	Friendly Fruit, Inc., DBA Sid Wainer & Son
JANSAL VALLEY 1ST PICK OF THE HARVEST	United States	Registered	3204454	January 30, 2007	Friendly Fruit, Inc., DBA Sid Wainer & Son
JANSAL VALLEY FARM	United States	Registered	4841762	October 27, 2015	Friendly Fruit, Inc., DBA Sid Wainer & Son
JANSAL VALLEY HERITAGE 1914 & Design 	United States	Pending	88019236	June 28, 2018	Friendly Fruit, Inc., DBA Sid Wainer & Son
JANSAL VALLEY INSPIRATION DISCOVERED	United States	Registered	5783386	June 18, 2019	Friendly Fruit, Inc., DBA Sid Wainer & Son



JANSAL VALLEY INSPIRATION DISCOVERED	United States	Registered	5944546	December 24, 2019	Friendly Fruit, Inc., DBA Sid Wainer & Son
KILCHURN ESTATE	United States	Registered	5670268	February 5, 2019	Friendly Fruit, Inc., DBA Sid Wainer & Son
KILCHURN ESTATE	United States	Registered	2152961	April 21, 1998	Friendly Fruit, Inc., DBA Sid Wainer & Son
L'ESSENCE DES FRUITS	United States	Registered	2614310	September 3, 2002	Friendly Fruit, Inc., DBA Sid Wainer & Son
L'ESSENCE DU CHOCOLAT	United States	Registered	3309625	October 9, 2007	Friendly Fruit, Inc., DBA Sid Wainer & Son
L'ESSENCE DU FROMAGE	United States	Registered	2577715	June 11, 2002	Friendly Fruit, Inc., DBA Sid Wainer & Son
SAKURAUCHI SA	United States	Registered	5524513	July 24,2018	Friendly Fruit, Inc., DBA Sid Wainer & Son
NA ZDOROVIA	United States	Registered	2503948	November 6, 2001	Friendly Fruit, Inc., DBA Sid Wainer & Son
SAKURAUCHI SA	United States	Registered	3353377	December 11, 2007	Friendly Fruit, Inc., DBA Sid Wainer & Son
SID WAINER & SON	United States	Registered	2110778	November 4, 1997	Friendly Fruit, Inc., DBA Sid Wainer & Son
SOUTHCOAST FARMS	United States	Registered	5235003	July 4, 2017	Friendly Fruit, Inc., DBA Sid Wainer & Son
SID WAINER & SON – HACCP	United States	Registered	2550725	March 19, 2002	Friendly Fruit, Inc., DBA Sid Wainer & Son
SOUTHCOAST FARMS	United States	Registered	3218891	March 13, 2007	Friendly Fruit, Inc., DBA Sid Wainer & Son
SUSTAINABLE FIELDS	United States	Registered	3994682	July 12, 2011	Friendly Fruit, Inc., DBA Sid Wainer & Son
SUSTAINABLE FIELDS	United States	Registered	5104456	December 20, 2016	Friendly Fruit, Inc., DBA Sid Wainer & Son

**TRADEMARK**

**REEL: 006899 FRAME: 0251**

THE FRESH OLIVE COMPANY OF PROVENCE	United States	Registered	3484303	August 12, 2008	Friendly Fruit, Inc., DBA Sid Wainer & Son
	United States	Pending	88249821	January 4, 2019	Friendly Fruit, Inc., DBA Sid Wainer & Son
THE GOURMET OUTLET OF AMERICA	United States	Registered	2740851	July 22, 2003	Friendly Fruit, Inc., DBA Sid Wainer & Son
WAINER FAMILY FARM	United States	Registered	5083911	November 15, 2016	Friendly Fruit, Inc., DBA Sid Wainer & Son
	United States	Registered	5808229	July 16, 2019	Friendly Fruit, Inc., DBA Sid Wainer & Son
	United States	Registered	5932446	December 10, 2019	Friendly Fruit, Inc., DBA Sid Wainer & Son
THE GOURMET OUTLET	United States	Registered	2441653	April 3, 2001	Friendly Fruit, Inc.
SOUTHCOAST FARMS	United States	Registered	3077352	April 4, 2006	Friendly Fruit, Inc.
KILCHURN ESTATE	United States	Registered	2171412	July 7, 1998	Friendly Fruit, Inc.
HENRY'S KITCHEN	United States	Registered	3986623	June 28, 2011	Friendly Fruit, Inc.
INTERNATIONAL GALLERY OF CHEESE	United States	Registered	3450553	June 17, 2008	Sid Wainer & Son
SAKURAUCHI SA	Japan	Registered	4942957	April 7, 2006	Friendly Fruit, Inc.

## DOMAIN NAMES

avendralocalproduce.com	southcoastfarm.org
becauseyoucaregifts.com	southcoastfarms.biz
compassgiftbaskets.com	southcoastfarms.net
friendlyfruit.com	southcoastfarms.org
henryskitchen.biz	southcoastprioritytrucking.com
henryskitchen.net	sustainablefields.biz
henryskitchen.org	sustainablefields.com
inflightandmarinecatering.com	sustainablefields.net
inflightandmarinecatering.net	sustainablefields.org
mediterraneanspecialtyfoods.net	gourmetoutlet.biz
mediterraneanspecialtyfoods.org	gourmetoutlet.cc
mediterraneanspecialtyfoodsltd.com	1800thegourmetoutlet.info
mediterraneanspecialtyfoodsltd.net	gourmetoutlet.info
mediterraneanspecialtyfoodsltd.org	jansalvalley.net
medspecialtyfoods.com	sidwainerandson.biz
shopwherethechefs.com	sidwainerandson.us
shopwherethechefsshop.biz	sidwainerandson.com
shopwherethechefsshop.com	jansalvalleyprovisions.com
sidwainer.biz	jvprovisions.com
sidwainer.cc	jvprovisions.net
sidwainer.com	jansalvalleyprovisions.net
sidwainer.info	jvprovisions.info
sidwainer.net	jansalvalleyprovisions.us
sidwainer.org	jansalvalleyprovisions.org
sidwainer.tv	jvprovisions.org
sidwainer.us	jansalvalleyprovisions.info
sidwainer.ws	jvprovisions.us
sidwainerinflightandmarine.com	jansalvalley.co

sidwainersf.co	jansalvalley.org
sidwainersf.com	jansalvalley.info
southcoastfarm.com	jansalvalley.biz
southcoastfarm.net	jansalvalley.com
	Sidinthekitchen.com