

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

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SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL
RESUBMIT DOCUMENT ID:	900555126
SEQUENCE:	1

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Earth Fare, Inc.		06/22/2020	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	DJ3 Delaware, LLC
Street Address:	1600 Baltimore, Suite 200A
City:	Kansas City
State/Country:	MISSOURI
Postal Code:	64108
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 39

Property Type	Number	Word Mark
Registration Number:	5302768	BEER CITY ON TAP
Registration Number:	4562359	BURGERS FOR BUCKS
Registration Number:	5460578	CLEAN FOOD PANTRY MAKEOVER
Registration Number:	5460577	CLEAN FOOD SECURITY
Registration Number:	3148741	EARTH FARE
Registration Number:	2460264	EARTH FARE
Registration Number:	2160095	EARTH FARE
Registration Number:	5027858	EARTH FARE HEALTHY REWARDS
Registration Number:	4885090	EVERYONE'S HEALTHY SUPERMARKET
Registration Number:	5488339	HAND PICKED DISCOVERED BY EARTH FARE
Registration Number:	5488341	HAND PICKED DISCOVERED BY EARTH FARE
Registration Number:	5200575	HEALTHY FOOD FOR EVERYONE
Registration Number:	5498195	IT PAYS TO EAT WELL
Registration Number:	5172941	LIVE LONGER WITH EARTH FARE
Registration Number:	4979033	
Registration Number:	2820584	
Registration Number:	2837557	

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Property Type	Number	Word Mark
Registration Number:	4588496	REAL FOOD FOR EVERYONE
Registration Number:	2329721	THE HEALTHY MARKET AND CAFE
Registration Number:	2160094	THE HEALTHY SUPERMARKET
Registration Number:	4344145	TOMATO BANK
Registration Number:	5579799	THE CLEAN PLATE
Registration Number:	5690841	EARTH FARE EVERYONE'S HEALTHY SUPERMARKE
Registration Number:	5690844	EARTH FARE
Registration Number:	5962129	WAVE5
Registration Number:	5693800	HEALTHY DEALS
Serial Number:	87360123	HAND PICKED DISCOVERED BY EARTH FARE
Serial Number:	87360111	HAND PICKED DISCOVERED BY EARTH FARE
Serial Number:	87359964	HAND PICKED DISCOVERED BY EARTH FARE
Serial Number:	87359863	HAND PICKED DISCOVERED BY EARTH FARE
Serial Number:	87359789	HAND PICKED DISCOVERED BY EARTH FARE
Serial Number:	87400984	HAND PICKED DISCOVERED BY EARTH FARE
Serial Number:	87400964	HAND PICKED DISCOVERED BY EARTH FARE
Serial Number:	87400937	HAND PICKED DISCOVERED BY EARTH FARE
Serial Number:	87400916	HAND PICKED DISCOVERED BY EARTH FARE
Serial Number:	87400899	HAND PICKED DISCOVERED BY EARTH FARE
Serial Number:	88044957	EARTH FARE EST 1975 EVERYONE'S HEALTHY S
Serial Number:	88044936	EARTH FARE EVERYONE'S HEALTHY SUPERMARKE
Serial Number:	88045006	EARTH FARE EVERYONE'S HEALTHY SUPERMARKE

CORRESPONDENCE DATA

Fax Number: 8164639567

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: 8164632311

Email: nporto@portolaw.com

Correspondent Name: Nicholas Porto

Address Line 1: 1600 Baltimore

Address Line 2: Suite 200A

Address Line 4: Kansas City, MISSOURI 64108

NAME OF SUBMITTER: Nicholas J. Porto

SIGNATURE: /Nicholas J. Porto/

DATE SIGNED: 08/13/2020

Total Attachments: 5

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ASSIGNMENT OF TRADEMARKS

COME NOW, Earth Fare, Inc., a Delaware Corporation (hereinafter “Assignor”) and DJ3 Delaware, LLC, a Delaware Limited Liability Company (hereinafter “Assignee”), and hereby agree as follows:

1. Assignor is the owner of the Trademark and Copyright applications/registrations (hereinafter collectively referred to as the “Trademarks”) identified below:

Registered Marks Owned by Earth Fare, Inc.

<u>Mark</u>	<u>Registration Number</u>	<u>Registration Date</u>
BEER CITY ON TAP	5,302,768	3-Oct-17
BURGERS FOR BUCKS	4,562,359	8-Jul-14
CLEAN FOOD PANTRY MAKEOVER	5,460,578	1-May-18
CLEAN FOOD SECURITY	5,460,577	1-May-18
EARTH FARE	3,148,741	26-Sep-06
EARTH FARE	2,460,264	12-Jun-01
EARTH FARE	2,160,095	26-May-98
EARTH FARE HEALTHY REWARDS	5,027,858	23-Aug-16
EVERYONE'S HEALTHY SUPERMARKET	4,885,090	12-Jan-16
HAND PICKED DISCOVERED BY EARTH FARE	5,488,339	5-Jun-18
HAND PICKED DISCOVERED BY EARTH FARE (and Design)	5,488,341	5-Jun-18
HEALTHY FOOD FOR EVERYONE	5,200,575	9-May-17
IT PAYS TO EAT WELL	5,498,195	19-Jun-18
LIVE LONGER WITH EARTH FARE	5,172,941	28-Mar-17
Miscellaneous Design	4,979,033	14-Jun-16
Miscellaneous Design	2,820,584	9-Mar-04
Miscellaneous Design	2,837,557	4-May-04
REAL FOOD FOR EVERYONE	4,588,496	19-Aug-14

THE HEALTHY MARKET AND CAFE	2,329,721	14-Mar-00
THE HEALTHY SUPERMARKET	2,160,094	26-May-98
TOMATO BANK	4,344,145	May 28, 2013 - Abandoned
THE CLEAN PLATE	5,579,799	9-Oct-18
EARTH FARE EVERYONE'S HEALTHY SUPERMARKET EST 1975 (and Design)	5,690,841	5-Mar-19
EARTH FARE (and Design)	5,690,844	5-Mar-19
EARTH FARE POLLINATOR FRIENDLY (AND DESIGN)	5,962,129	5-Mar-19
HEALTHY DEALS	5,693,800	5-Mar-19

Trademark Applications Owned by Earth Fare, Inc.

HAND PICKED DISCOVERED BY EARTH FARE	87360123	6-Mar-17
HAND PICKED DISCOVERED BY EARTH FARE	87360111	6-Mar-17
HAND PICKED DISCOVERED BY EARTH FARE	87359964	6-Mar-17
HAND PICKED DISCOVERED BY EARTH FARE	87359863	6-Mar-17
HAND PICKED DISCOVERED BY EARTH FARE	87359789	6-Mar-17
HAND PICKED DISCOVERED BY EARTH FARE (and Design)	87400984	6-Apr-17
HAND PICKED DISCOVERED BY EARTH FARE (and Design)	87400964	6-Apr-17
HAND PICKED DISCOVERED BY EARTH FARE (and Design)	87400937	6-Apr-17

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HAND PICKED DISCOVERED BY EARTH FARE (and Design)	87400916	6-Apr-17
HAND PICKED DISCOVERED BY EARTH FARE (and Design)	87400899	6-Apr-17
EARTH FARE EST 1975 EVERYONE'S HEALTHY SUPERMARKET (and Design)	88044957	19-Jul-18
EARTH FARE EVERYONE'S HEALTHY SUPERMARKET (and Design)	88044936	19-Jul-18
EARTH FARE EVERYONE'S HEALTHY SUPERMARKET EST 1975 (and Design)	88045006	19-Jul-18

Assigned Copyright Registrations

Subject Entity	Country	Copyright	Reg. No.	Reg. Date
Earth Fare, Inc.	U.S.	Itty Bitty Bites: Transfat Attack: Premier Issue	TX0007210851	6/1/10
Earth Fare, Inc.	U.S.	Artificial Artie	VA0001727367	6/21/10
Earth Fare, Inc.	U.S.	Asphalt Annie	VA0001727371	6/21/10
Earth Fare, Inc.	U.S.	Auntie Biotic.	VA0001727374	6/21/10
Earth Fare, Inc.	U.S.	B.G. Pharma.	VA0001727375	6/21/10
Earth Fare, Inc.	U.S.	Bea Active.	VA0001727377	6/21/10
Earth Fare, Inc.	U.S.	The Boot Patrol.	VA0001727951	6/21/10
Earth Fare, Inc.	U.S.	Chef Fresh	VA0001727342	6/21/10
Earth Fare, Inc.	U.S.	Chemical Carl.	VA0001727378	6/21/10
Earth Fare, Inc.	U.S.	The Cide Sisters - Pesta, Herba & Funga.	VA0001727955	6/21/10
Earth Fare, Inc.	U.S.	Corn O Cola.	VA0001727385	6/21/10
Earth Fare, Inc.	U.S.	D. Vice.	VA0001727388	6/21/10

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Earth Fare, Inc.	U.S.	Diggit Family Farm.	VA0001727397	6/21/10
Earth Fare, Inc.	U.S.	Dr. Enta Grative.	VA0001727391	6/21/10
Earth Fare, Inc.	U.S.	Dr. Gene Mono	VA0001727402	6/21/10
Earth Fare, Inc.	U.S.	Farmer Diggit.	VA0001727363	6/21/10
Earth Fare, Inc.	U.S.	Ghett Active.	VA0001727406	6/21/10
Earth Fare, Inc.	U.S.	The Grocer.	VA0001727956	6/21/10
Earth Fare, Inc.	U.S.	High Fructose Fred.	VA0001727410	6/21/10
Earth Fare, Inc.	U.S.	The Irradiator.	VA0001727958	6/21/10
Earth Fare, Inc.	U.S.	Itty Bitty Bites Issue 2 The Sweet & Sticky Truth.	TX0007218508	6/24/10
Earth Fare, Inc.	U.S.	Itty Bitty Bites Trading Cards.	TX0007206083	6/21/10
Earth Fare, Inc.	U.S.	Ma Diggit.	VA0001727942	6/21/10
Earth Fare, Inc.	U.S.	Pa Diggit.	VA0001727944	6/21/10
Earth Fare, Inc.	U.S.	The Prodder.	VA0001727959	6/21/10
Earth Fare, Inc.	U.S.	Ranchhand Rita.	VA0001727946	6/21/10
Earth Fare, Inc.	U.S.	Ruby Rails.	VA0001727950	6/21/10
Earth Fare, Inc.	U.S.	Saccharine Sally.	VA0001727948	6/21/10
Earth Fare, Inc.	U.S.	Transfat Tina.	VA0001727961	6/21/10
Earth Fare, Inc.	U.S.	The Whitener.	VA0001727960	6/21/10
Earth Fare, Inc.	U.S.	Willow Wildcrafter.	VA0001727364	6/21/10

2. Assignee, in exchange for good and valuable consideration, has previously acquired the aforementioned Trademarks from Assignor.

3. As part of Assignee's acquisition of said Trademarks from Assignor, Assignor agrees to assign to Assignee, and Assignee agrees to accept from Assignor, the following Trademarks, including the entire interest and goodwill associated with said Trademarks.


IS IT SO AGREED on the date signed below.

ASSIGNOR


Earth Fare, Inc.
a Delaware Corporation

6/24/20
Dated

ASSIGNEE


DJ3 Delaware, LLC
a Delaware Limited Liability Company

6/23/20
Dated

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