

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM771796

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Transfer Statement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Gedney Foods Company		12/05/2022	Corporation: MINNESOTA
RECEIVING PARTY DATA			
Name:	Gedney Foods Product, LLC		
Street Address:	12243 Branford Street		
City:	Sun Valley		
State/Country:	CALIFORNIA		
Postal Code:	91352		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 9			
Property Type	Number	Word Mark	
Registration Number:	5927508	ORGANIC FARM FRESH	
Registration Number:	4943939	BABIES	
Registration Number:	2588605	GEDNEY SINCE 1881	
Registration Number:	3472195	STATE FAIR	
Registration Number:	2652008	GEDNEY	
Registration Number:	2309476	GEDNEY SINCE 1881	
Registration Number:	2259638	ZINGERS	
Registration Number:	2122122	PICKLE PLANKS	
Registration Number:	0057000	GEDNEY	
CORRESPONDENCE DATA			
Fax Number:	6126077100		
<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:	6126077325		
Email:	BGrahn@foxrothschild.com		
Correspondent Name:	Barbara Grahn		
Address Line 1:	997 Lenox Drive		
Address Line 2:	Princeton Pike Corporate Center		
Address Line 4:	Lawrenceville, NEW JERSEY 08648-2311		
ATTORNEY DOCKET NUMBER:	203277.00003		

OP \$240.00 5927508

NAME OF SUBMITTER:	Barbara Grahn
SIGNATURE:	/bjg/
DATE SIGNED:	12/05/2022
Total Attachments: 4 source=Gedney Signed Transfer Statement#page1.tif source=Gedney Signed Transfer Statement#page2.tif source=Gedney Signed Transfer Statement#page3.tif source=Gedney Signed Transfer Statement#page4.tif	

TRANSFER STATEMENT

(under Uniform Commercial Code Section 9-619)

WHEREAS, PMC Inc. (the "Prior Lender") extended multiple loans (collectively, the "Loans") to Gedney Foods Company (the "Debtor") and, in connection with the Loans, Prior Lender and the Debtor entered into that certain Secured Promissory Note (2020) and that certain Amended and Restated Secured Promissory Note, dated March 28, 2022 (collectively, the "Loan Documents") and granted the Prior Lender a security interest in substantially all of its assets, which has been perfected by the filing of that certain UCC Financing Statement dated September 7, 2020 and filed with the Minnesota Secretary of State as File # 1778348301047; and

WHEREAS, the Loan Documents, along with the Loans, were assigned by the Prior Lender to Gedney Foods Product, LLC ("Secured Party") pursuant to that certain Assignment dated August 17, 2022; and

WHEREAS, pursuant to the Loan Documents, the Secured Party holds a duly perfected security interest in substantially all of the assets of the Debtor (the "Collateral"), including but not limited to the intellectual property assets as described on Exhibit A attached hereto and all related foreign intellectual property and applications (the "IP Assets") to secure repayment of all obligations owed by the Debtor to the Secured Party (the "Obligations"); and

WHEREAS, the Debtor is in default of its Obligations; and

WHEREAS, the Secured Party exercised its post-default rights and conducted a public disposition of the Collateral, including but not limited to the IP Assets, which process culminated in a public auction at 10:00 a.m. on September 27, 2022 at the offices of Fredrikson & Byron, 200 South Sixth Street, Suite 4000, Minneapolis, Minnesota, 55402 (the "Public Auction"); and

WHEREAS, the Secured Party was the prevailing bidder at the Public Auction and has acquired the rights of the Debtor in the IP Assets; and

WHEREAS, the Secured Party intends to use the IP Assets in its operations and to continue the development of the IP Assets in its business judgment.

NOW, THEREFORE, in accordance with Section 9-619(b) of the Uniform Commercial Code, Secured Party is a "transferee" and is entitled to a transfer of record of all rights of the Debtor in the Collateral, and request is hereby made that the Commissioner of Patents and Trademarks and the United States Patent and Trademark Office accept the foregoing transfer statement and promptly amend its records to reflect the aforesaid transfer to the Secured Party of the IP Assets.

EXHIBIT A

DESCRIPTION OF "IP ASSETS"

Trademarks

Jurisdiction	Mark	Registration Number	App. Date	Reg. Date
US	ORGANIC FARM FRESH & Design	5927508	April 10, 2018	Dec. 3, 2019
US	BABIES	4943939	Aug 19, 2014	April 26, 2016
US	GEDNEY SINCE 1881 & Design	2588605	May 30, 2001	July 2, 2002
US	STATE FAIR	3472195	July 30, 2001	July 22, 2008
US	GEDNEY	2652008	May 30, 2001	Nov 19, 2002
US	GEDNEY SINCE 1881 & Pickle Design	2309476	April 5, 1999	Jan 18, 2000
US	ZINGERS	2259638	Aug 28, 1998	July 6, 1999
US	PICKLE PLANKS	2122122	Oct 3, 1995	Dec 16, 1997
US	GEDNEY	0057000	Jan 2, 1906	Oct 30, 1906
MN	GEDNEY'S	523	Dec 29, 1959	24 April, 1961

Web Domains

Domain Name	Registrar
Gedneyfoods.com	GoDaddy.com
Gedneypickle.com	Networksolutions.com

CALIFORNIA ACKNOWLEDGMENT

CIVIL CODE § 1189

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

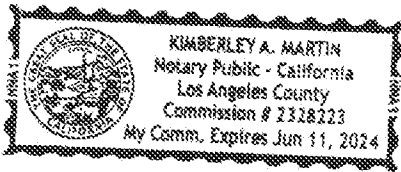
State of California

County of Los Angeles

On 12-5-2022 before me, Kimberley A. Martin, Notary Public

personally appeared T.C. Cheong Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Kimberley A. Martin Signature of Notary Public

Place Notary Seal and/or Stamp Above

OPTIONAL

Completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: Transfer Statement
Document Date: 12-5-2022 Number of Pages: 3 + Not
Signer(s) Other Than Named Above: NONE

Capacity(ies) Claimed by Signer(s)

Signer's Name: T.C. Cheong
Corporate Officer - Title(s): EVP
Partner - Limited General
Individual Attorney in Fact
Trustee Guardian or Conservator
Other:
Signer is Representing: Getney Foods Prods, LLC