

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM851600

| | | | |
|---|----------------------------|-----------------------|---|
| SUBMISSION TYPE: | RESUBMISSION | | |
| NATURE OF CONVEYANCE: | COURT ORDER | | |
| RESUBMIT DOCUMENT ID: | 900796588 | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| North Country Seed, LLC | | 12/07/2017 | Limited Liability Company: MINNESOTA |
| RECEIVING PARTY DATA | | | |
| Name: | Rabbe, Inc. | | |
| Street Address: | 211 Main Street | | |
| Internal Address: | P.O. Box B | | |
| City: | Trimont | | |
| State/Country: | MINNESOTA | | |
| Postal Code: | 56176 | | |
| Entity Type: | Corporation: MINNESOTA | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 1575374 | BETTER-LIFE | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 6123329081 | | |
| <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: | 6123364619 | | |
| Email: | broutman@merchantgould.com | | |
| Correspondent Name: | Brent E.. Routman | | |
| Address Line 1: | 150 SOUTH 5TH STREET | | |
| Address Line 2: | P.O. BOX 2910 | | |
| Address Line 4: | Minneapolis, FLORIDA 06211 | | |
| ATTORNEY DOCKET NUMBER: | 19243.4US01 | | |
| NAME OF SUBMITTER: | Brent Routman | | |
| SIGNATURE: | /ber/ | | |
| DATE SIGNED: | 11/07/2023 | | |
| Total Attachments: 4 | | | |
| source=NCS Sale of GG assets to Rabbe Inc (002)#page1.tif | | | |

source=NCS Sale of GG assets to Rabbe Inc (002)#page2.tif
source=NCS Sale of GG assets to Rabbe Inc (002)#page3.tif
source=NCS Sale of GG assets to Rabbe Inc (002)#page4.tif

BILL OF SALE

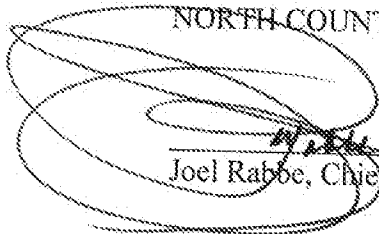
FOR VALUABLE CONSIDERATION, and after obtaining approval of the United States Bankruptcy Court for the District of Minnesota in the Chapter 11 bankruptcy case of *In re North Country Seed, LLC*, BKY No. 15-33482 as set forth in the attached order entered on November 22, 2017 ("**Order**"), North Country Seed LLC, Seller, hereby sells and conveys to Rabbe, Inc., a Minnesota corporation, Buyer, all of the personal property identified in the Order (the "**Property**"), including but not limited to, **100% of the membership units of Galena Genetics, LLC**, a Minnesota limited liability company.

Seller represents that Seller is the owner of the Property, that the Property is free from all encumbrances and that Seller has the right to sell and convey the Property to Buyer. Seller agrees to warrant and defend the sale of the Property to Buyer against any and all person(s) who claim title to, a lien or other interest in, the Property. This Bill of Sale shall bind the Seller and benefit the Buyer and its successors and assigns.

Dated: December 7, 2017

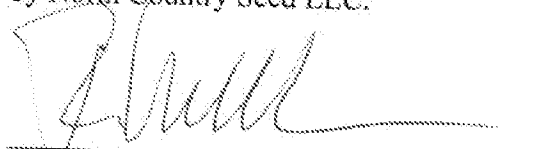
SELLER:

NORTH COUNTRY SEED LLC

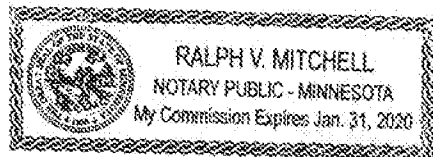

Joel Rabbe, Chief Manager

STATE OF MINNESOTA)
COUNTY OF HENNEPIN)

The foregoing instrument was acknowledged before me this 7th day of December 2017 by North Country Seed LLC.


Notary Public

My Commission Expires: 1/31/2020



UNITED STATES BANKRUPTCY COURT
DISTRICT OF MINNESOTA

In re:

NORTH COUNTRY SEED LLC,
Debtor,

BKY 15-33482

Chapter 11 Case
Judge Kathleen H. Sanberg

ORDER

At Minneapolis, Minnesota,

This case is before the Court on the motion of North Country Seed, LLC ("NCS") for authority to sell certain personal property to Rabbe, Inc. free and clear of liens and interests.

Based on the motion and the file,

IT IS ORDERED:

1. NCS may sell the following property to Rabbe, Inc. for the aggregate price of \$8,000.00 and release of all claims of Rabbe, Inc. against the estate:
 - a. 100% of Membership Interests in Galena Genetics, LLC;
 - b. The following trademarks:

Better-Life
Country: Japan
Reg. No. 2137153-2
Exp. Date: 05/30/2019

Better-Life [with design]
Country: Japan
Reg. No. 2710740

NOTICE OF ELECTRONIC ENTRY AND
FILING ORDER OR JUDGMENT
Filed and Docket Entry made on 11/22/2017
Lori Vosejka, Clerk, by LH

Exp. Date: 10/31/2015

Better-Life

Country: South Korea

Reg. No. 314121

Exp. Date: 05/25/2015

Better-Life [with design]

Country: Japan

Reg. No. 2705669

Exp. Date: Unknown

Better-Life

Country: Vietnam

Reg. No. 2015648

Exp. Date: 04/11/2020

Better Genetics, Better Life, Better-Life

Country: USA

Reg. No. 3975296

Exp. Date: 10/13/2019

Know the Producer. Know the Food

Country: USA

Reg. No. 3901540

Exp. Date: 08/26/2019

Better-Life

Country: USA

Reg. No. 1575374

Exp. Date: 01/26/2010

Better-Life

Country: USA

Reg. No. 935083

Exp. Date: 05/16/2017

c. All books and records, including genetic books and records;

d. The following software licenses, and computers with software and licenses:

| | QTY | Value | Total ea. |
|---|-----|-------|-----------|
| Computer w/monitor, keyboard, mouse | 1 | 100 | 100 |
| Computer (acts as a server) w/ monitor, keyboard, mouse | 1 | 100 | 100 |
| Backup drive for server computer | 2 | 10 | 20 |
| Backup drives for QB (QuickBooks) | 2 | 10 | 20 |

| | | | |
|--|---|-----|-----|
| Computer w/monitor, keyboard, mouse | 1 | 100 | 100 |
| RGC Computer (shares other monitor, keyboard, mouse) | 1 | 100 | 100 |
| Computer w/monitor, keyboard, mouse | 1 | 50 | 50 |
| Laptop computer w/mouse & keyboard | 1 | 25 | 25 |
| Outlook 2010 | 2 | 25 | 50 |
| Office 2010 | 1 | 25 | 25 |
| Office 2010 -Home & Business | 1 | 25 | 25 |
| Office Pro 2007 | 1 | 10 | 10 |
| Office 2007 Home & Student | 2 | 10 | 20 |
| Office 2007 Small Business | 1 | 10 | 10 |
| Monitor | 1 | 10 | 10 |
| Laptop | 1 | 25 | 25 |
| David's iPad | 1 | 50 | 50 |
| HP Laptop w/keyboard | 1 | 50 | 50 |
| Monitor | 2 | 20 | 40 |
| 2007 Office Home & Student program | 1 | 25 | 25 |
| Office 2008 program for Mac | 1 | 25 | 25 |
| Old Laptop | 1 | 20 | 20 |

4. Notice of the sale was adequate under the circumstances.
5. The sale price is reasonable and within the exercise of the debtor's business judgment;
6. The sale is in the best interest of the estate and its creditors.
7. The sale shall be free and clear of liens and interests.
8. Rabbe, Inc. FSB is entitled to the benefit of 11 U.S.C. § 363(m).

Dated: November 22, 2017

/s/ Kathleen H. Sanberg

Kathleen H. Sanberg
Chief United States Bankruptcy Judge