

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM870332

<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>
Just Greens, LLC		09/13/2023	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	New AeroFarms, Inc.		
<b>Street Address:</b>	c/o Grosvenor Food & AgTech, 3000 El Camino Real, Bldg. 4, Suite 200		
<b>City:</b>	Palo Alto		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	94306		
<b>Entity Type:</b>	Public Benefit Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 10</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4042687	AEROFARMS	
<b>Registration Number:</b>	5218863	DREAM GREENS	
<b>Registration Number:</b>	4909854	PEAK FLAVOR ALWAYS	
<b>Serial Number:</b>	90654307	AEROFARMS	
<b>Serial Number:</b>	97650894	AEROPONIC ADVANTAGE	
<b>Serial Number:</b>	90626334	AGRICULTURE ELEVATED	
<b>Serial Number:</b>	90596092	FLAVORSPECTRUM	
<b>Serial Number:</b>	90626373	GROWING THE BEST PLANTS POSSIBLE	
<b>Serial Number:</b>	90760434	THE NEW SPINACH	
<b>Serial Number:</b>	90570442	VERTICAL FARMING. ELEVATED FLAVOR	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>			
<b>Phone:</b>	212-813-8230		
<b>Email:</b>	ferraro-docket@fzllz.com		
<b>Correspondent Name:</b>	Joyce M. Ferraro		
<b>Address Line 1:</b>	151 West 42nd Street, 17th Floor		
<b>Address Line 4:</b>	New York, NEW YORK 10036		

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<b>ATTORNEY DOCKET NUMBER:</b>	NARF 2311913
<b>NAME OF SUBMITTER:</b>	Joyce M. Ferraro
<b>SIGNATURE:</b>	/jmf/
<b>DATE SIGNED:</b>	01/23/2024

**Total Attachments: 5**

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**TRADEMARK RIGHTS ASSIGNMENT**

This TRADEMARK RIGHTS ASSIGNMENT (this "Trademark Assignment") is dated as of September 13, 2023, by AeroFarms, Inc., a Delaware corporation (the "Company"), with an address of 212 Rome Street, Newark, NJ 07105, and each of its Subsidiaries including without limitation Just Greens, LLC, a Delaware corporation, with an address at 212 Rome Street, Newark, NJ 07105 (as defined in the Purchase Agreement (as defined below)) signatory hereto (together with the Company, "Assignors" and each, an "Assignor"), in favor of New AeroFarms, Inc., a Delaware public benefit corporation ("Assignee"), with an address of c/o Grosvenor Food & AgTech, 3000 El Camino Real, Bldg. 4, Suite 200, Palo Alto, CA 94306.

WHEREAS, Assignors and Assignee have entered into that certain Asset Purchase Agreement, dated as of July 10, 2023 (the "Purchase Agreement"), pursuant to which, among other things, Assignors must assign to Assignee all of each Assignor's rights and interests in and to the trademark applications and registrations set forth on Schedule 1 attached hereto (the "Marks"); and

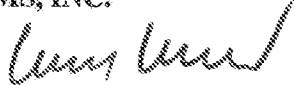
WHEREAS, Assignee wishes to acquire each Assignor's rights in the Marks, including the common-law rights in the Marks, the goodwill of the ongoing and existing business connected to the Marks, and the right to recover damages and profits for past infringements of the Marks (collectively, the "Mark Rights").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignors assign to Assignee the Mark Rights.

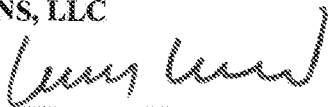
Assignors agree to execute and deliver at Assignee's request, all additional papers, instruments, and assignments, and to perform any other reasonable acts that Assignee may require in order to vest all of the Mark Rights in Assignee and/or to provide evidence to support any of the foregoing if such evidence is deemed necessary by Assignee.

Assignors:

**AEROFARMS, INC.**

By:   
Name: Guy Blanchard  
Title: President and CFO  
Date: 9/12/23

**JUST GREENS, LLC**

By:   
Name: Guy Blanchard  
Title: President and CFO  
Date: 9/12/23

SCHEDULE 1  
THE MARKS

Trademarks - Domestic

Trademark	Owner	Country	Registration No	Registration Date
AEROFARMS	Just Greens, LLC	US	4042687	Oct 18 2011
DREAM GREENS	Just Greens, LLC	US	5218863	Jun 6 2017
<b>REDACTED</b>				
PEAK FLAVOR ALWAYS	Just Greens, LLC	US	4909854	Mar 1 2016

**REDACTED**

REDACTED

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Trademark Applications - Domestic

Trademark	Owner	Country	Application No	Application Date
AEROFARMS	Just Greens, LLC	US	90/654,307	Apr 19 2021
AEROPONIC ADVANTAGE	Just Greens, LLC	US	97/650,894	Oct 27 2022
AGRICULTURE ELEVATED	Just Greens, LLC	US	90/626,334	Apr 6 2021
REDACTED				
FLAVORSPECTRUM	Just Greens, LLC	US	90/596,092	Mar 23 2021
REDACTED				
GROWING THE BEST PLANTS POSSIBLE	Just Greens, LLC	US	90/626,373	Apr 6 2021
REDACTED				
THE NEW SPINACH	Just Greens, LLC	US	90/760,434	Jun 8 2021
REDACTED				
VERTICAL FARMING. ELEVATED FLAVOR	Just Greens, LLC	US	90/570,442	Mar 10 2021
REDACTED				

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25087-0587, v2

RECORDED: 01/23/2024

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