

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM368516

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|-----------------------------------|--|---------------------------|-------------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL | | |
| SEQUENCE: | 1 | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Dr. Lucy's, LLC | | 12/31/2015 | LIMITED LIABILITY COMPANY: VIRGINIA |
| RECEIVING PARTY DATA | | | |
| Name: | Dr. Lucy's Acquisition, LLC | | |
| Street Address: | 70 West Madison Street, Suite 5710 | | |
| City: | Chicago | | |
| State/Country: | ILLINOIS | | |
| Postal Code: | 60602 | | |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE | | |
| PROPERTY NUMBERS Total: 15 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3570447 | LUCY'S | |
| Registration Number: | 4267247 | LUCY'S | |
| Registration Number: | 3953348 | LUCY'S | |
| Registration Number: | 4267248 | LUCY'S | |
| Registration Number: | 4250187 | MAPLE BLISS | |
| Registration Number: | 4250188 | CINNAMON THIN | |
| Registration Number: | 4491750 | SNACK 'N GO PACKS | |
| Registration Number: | 4362282 | HOLIDAY SUGARS | |
| Registration Number: | 4622008 | MAPLE CRUNCH | |
| Registration Number: | 4749899 | CHOCOLATE CHOCOLATE CHUNK | |
| Registration Number: | 4828565 | LEMON GOODNESS | |
| Serial Number: | 86389442 | LEMONY SUNSHINE | |
| Serial Number: | 86389462 | LOOKIE COOKIE | |
| Serial Number: | 86505436 | LUCY'S BLEND | |
| Serial Number: | 86758977 | PUMPKIN PATCH | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 3154252701 | | |

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TRADEMARK

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: 315-425-2700
Email: ip@barclaydamon.com, ecominolli@barclaydamon.com
Correspondent Name: Jason S. Nardiello
Address Line 1: 300 South State Street
Address Line 4: Syracuse, NEW YORK 13202

| | |
|--------------------------------|------------------------|
| ATTORNEY DOCKET NUMBER: | 3054793 |
| NAME OF SUBMITTER: | Elizabeth A. Cominolli |
| SIGNATURE: | /EAC/ |
| DATE SIGNED: | 01/08/2016 |

Total Attachments: 3
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ASSIGNMENT OF TRADEMARKS

WHEREAS, **DR. LUCY'S, LLC**, a limited liability company organized under the laws of Commonwealth of Virginia, with a business address of 930 Denison Avenue, Suite 101-A, Norfolk, Virginia 23513 ("**Assignor**"), has adopted, used and is using the trademarks listed on "**Exhibit "A"**", attached hereto, (the "**Marks**"), and has registered or applied to register the Marks with the United States Patent and Trademark Office and/or the United Kingdom Patent Office, as the case may be and with the status of each registration/application for registration described in greater detail on **Exhibit "A"**; and

WHEREAS, **DR. LUCY'S ACQUISITION, LLC**, a limited liability company organized under the laws of the State of Delaware, with a business address of 70 West Madison Street, Suite 5710, Chicago, Illinois ("**Assignee**") is acquiring any and all rights that Assignor has and may have in and to the Marks and the registrations/applications for registration thereof, together with the goodwill of the business in connection with which the Marks have been used and are being used and which are symbolized by the Marks, along with the right to recover for damages and profits for past infringements thereof, or for related claims or causes of action; and

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by Assignor, Assignor does hereby assign unto Assignee (and agrees to further assign) all rights, title and interest in and to the Marks and the registrations/applications for registration thereof in the United States of America and the United Kingdom, together with the goodwill of the business in connection with which the Marks have been used and are being used and which are symbolized by the Marks, along with the right to recover for damages and profits for past infringements thereof, or for related claims or causes of action.

Assignor agrees to execute and deliver at the request of Assignee, all papers, instruments and assignments, and to perform any other reasonable acts that Assignee may require in order to vest all of Assignor's rights, title and interest in and to the Marks in the Assignee and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by Assignee, to the extent such evidence is in the possession or control of Assignor.

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DR. LUCY'S, LLC

By: Kelly Cornelius
Print Name: Kelly Cornelius
Title: Manager
Dated: December 31, 2015

Signature Page to Assignment of Trademarks

11558450

TRADEMARK
REEL: 005705 FRAME: 0651

Exhibit "A"

| Case Number | Trademark | Country | Status | App. No. | Filing Date | Reg. No. | Reg. Date | Priority Claim | Priority Date |
|-------------|---------------------------|--------------------------|------------|------------|-------------|-----------|-------------|----------------|---------------|
| 3054796 | LUCY'S | United Kingdom | Registered | 2632972 | 29-Aug-2012 | 2632972 | 29-Aug-2012 | 85/558,350 | 02-Mar-2012 |
| 3054796 | LUCY'S | United Kingdom | Registered | 2633079 | 29-Aug-2012 | 2633079 | 29-Aug-2012 | 85/558,359 | 02-Mar-2012 |
| 3054796 | lucy's | United States of America | Registered | 77/177,364 | 10-May-2007 | 3,570,447 | 03-Feb-2009 | | |
| 3054796 | lucy's | United States of America | Registered | 85/558,350 | 02-Mar-2012 | 4,267,247 | 01-Jan-2013 | | |
| 3054797 | LUCY'S | United States of America | Registered | 77/950,499 | 04-Mar-2010 | 3,953,348 | 03-May-2011 | | |
| 3054797 | lucy's | United States of America | Registered | 85/558,359 | 02-Mar-2012 | 4,267,248 | 01-Jan-2013 | | |
| 3057001 | MAPLE BLISS | United States of America | Registered | 85/613,024 | 01-May-2012 | 4,250,187 | 27-Nov-2012 | | |
| 3057002 | CINNAMON THIN | United States of America | Registered | 85/613,061 | 01-May-2012 | 4,250,188 | 27-Nov-2012 | | |
| 3057004 | SNACK 'N GO PACKS | United States of America | Registered | 85/613,078 | 01-May-2012 | 4,491,750 | 04-Mar-2014 | | |
| 3057005 | HOLIDAY SUGARS | United States of America | Registered | 85/613,056 | 01-May-2012 | 4,362,282 | 02-Jul-2013 | | |
| 3062137 | MAPLE CRUNCH | United States of America | Registered | 85/946,045 | 30-May-2013 | 4,622,008 | 14-Oct-2014 | | |
| 3071684 | CHOCOLATE CHOCOLATE CHUNK | United States of America | Registered | 86/389,426 | 09-Sep-2014 | 4,749,899 | 02-Jun-2015 | | |
| 3071686 | LEMON GOODNESS | United States of America | Registered | 86/389,437 | 09-Sep-2014 | 4,828,565 | 06-Oct-2015 | | |
| 3071687 | LEMONY SUNSHINE | United States of America | Published | 86/389,442 | 09-Sep-2014 | | | | |
| 3071700 | LOOKIE COOKIE | United States of America | Published | 86/389,462 | 09-Sep-2014 | | | | |
| 3073255 | LUCY'S BLEND | United States of America | Published | 86/505,436 | 16-Jan-2015 | | | | |
| 3076917 | PUMPKIN PATCH | United States of America | Pending | 86/758,977 | 16-Sep-2015 | | | | |