OP \$215.00 13248

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 Stylesheet Version v1.2 ETAS ID: TM402442

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Sofina Foods Inc.		09/16/2016	Corporation: CANADA

RECEIVING PARTY DATA

Name:	Hempler Foods Group LLC	
Street Address:	5470 Nielsen Avenue	
City:	Ferndale	
State/Country:	WASHINGTON	
Postal Code:	98248	
Entity Type:	Limited Liability Company: WASHINGTON	

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	1324845	FLETCHER'S
Registration Number:	2290827	SINCE 1917 FLETCHER'S FINE FOODS
Registration Number:	2292004	SINCE 1917 FLETCHER'S FINE FOODS
Registration Number:	3949988	DAYBREAK
Registration Number:	2568982	DAYBREAK BACON
Registration Number:	3220979	HOT LINKS
Registration Number:	2723303	LOUISIANA BRAND
Registration Number:	3281193	STAK PAK

CORRESPONDENCE DATA

Fax Number: 2062240779

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.

using a tax number, if provided; if that is unsuccessful, it will be sent via US Mail

Phone: 206 682 8100
Email: efiling@cojk.com
Correspondent Name: Everett E. Fruehling

Address Line 1: 1201 Third Avenue, Suite 3600

Address Line 2: Christensen O'Connor Johnson Kindness

Address Line 4: Seattle, WASHINGTON 98101

NAME OF SUBMITTER:	Everett E. Fruehling
SIGNATURE:	/Everett E. Fruehling/

900381872 REEL: 005902 FRAME: 0286

DATE SIGNED:	10/18/2016
Total Attachments: 16	
source=Hempler Assignment#page1.tif	
source=Hempler Assignment#page2.tif	
source=Hempler Assignment#page3.tif	
source=Hempler Assignment#page4.tif	
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source=Hempler Assignment#page16.tif	

TRADEMARK REEL: 005902 FRAME: 0287 THIS TRADEMARK ASSIGNMENT AGREEMENT ("Trademark Assignment") is made and entered into as of September 19, 2016, by FLETCHER'S FINE FOODS LTD., a Washington corporation, and SOFINA FOODS INC., a federal corporation existing under the laws of Canada, (collectively, the "Assignors"), in favour of HEMPLER FOODS GROUP LLC, a Washington limited liability company ("Assignee").

WHEREAS:

- A. Assignee and Assignors executed that certain asset purchase agreement dated as of August 12, 2016 (the "Purchase Agreement");
- B. Assignors, or either one of them, own all right, title and interest in and to the trademarks identified on <u>Schedule A</u> attached hereto, together with the goodwill of the Business (as defined in the Purchase Agreement) symbolized thereby (hereinafter referred to as the "Trademark Intellectual Property");
- C. Assignee is acquiring the entire right, title and interest in and to the Trademark Intellectual Property in accordance with the terms and conditions of the Purchase Agreement.

IN CONSIDERATION of the covenants and agreements set forth in the Purchase Agreement, and for other good and valuable consideration, Assignors, intending to be legally bound, hereby agree as follows:

- 1. <u>Conveyance of the Trademark Intellectual Property</u>. Assignors hereby assign and transfer to Assignee and Assignee's legal representatives, successors and assigns, their entire right, title and interest in and to the Trademark Intellectual Property identified on <u>Schedule A</u>. This assignment of rights includes the right to obtain complete legal and/or equitable relief for any and all infringements at any time, including the right to recover damages for past infringement or misappropriation.
- 2. <u>Excluded IP.</u> Notwithstanding Section 1 above, nothing in this Agreement shall be construed as an assignment or transfer to Assignee of, or an attempt to assign or transfer to the Purchaser, any Excluded IP.
- 3. <u>Definitions</u>. Capitalized terms used but not defined herein shall have the meanings ascribed thereto in the Purchase Agreement.
- 4. Paramountcy. This Agreement is delivered pursuant to, and is subject to all of the terms and conditions contained in, the Purchase Agreement. In the event of any inconsistency between the provisions of this Agreement and the provisions of the Purchase Agreement, the provisions of the Purchase Agreement shall govern. For greater certainty, the parties hereto expressly acknowledge and agree that the execution and delivery of this Agreement and the transfer and conveyance of the Trademark Intellectual Property shall not operate to merge the rights or liabilities of the parties under the Purchase Agreement, all of which rights and liabilities shall survive the execution and delivery of this Agreement in accordance with the terms of the Purchase Agreement.
- 5. <u>Assignment and Benefit.</u> No party hereto may assign this Agreement without the prior written consent of other party. This Agreement shall enure to the benefit of and be binding upon the parties and their respective successors and permitted assigns.
- 6. Further Assurances. Each party hereto shall, from time to time, promptly execute and deliver

{Client Files/26049/132/E1981442.DOCX }

- all documents, and take all further actions or steps, as may be necessary or appropriate to give effect to the terms and intent of this Agreement and to complete the transactions contemplated by this Agreement.
- 7. <u>Amendments and Waiver</u>. No modification of or amendment to this Agreement shall be valid or binding unless set forth in writing and duly executed by all of the parties hereto and no waiver of any breach of any term or provision of this Agreement shall be effective or binding unless made in writing and signed by the party hereto purporting to give the same and, unless otherwise provided, shall be limited to the specific breach waived.
- 8. <u>Survival</u>. This Agreement shall survive the Closing of the transactions contemplated in the Purchase Agreement.
- 9. Governing Law. This Agreement is governed by, and shall be construed and interpreted in accordance with, the laws of the Province of Ontario and the laws of Canada applicable therein. Each of the parties hereto irrevocably submits to the exclusive jurisdiction of the courts of Ontario for and in respect of any proceedings relating to this Agreement, provided that such submission shall in no way restrict the rights of the parties to commence any proceedings, or to enforce any of its rights, with respect to or arising pursuant to this Agreement in any other proper jurisdiction.
- 10. <u>Counterparts</u>. This Agreement may be executed in any number of counterparts, and delivered via facsimile or by electronic transmission in portable document format, and each such counterpart so executed and delivered shall be deemed an original and all of which taken together shall constitute one and the same instrument.

[SIGNATURE PAGE FOLLOWS]

{Client Files/26049/132/E1981442.DOCX }

IN WITNESS WHEREOF, Assignors have executed this Trademark Assignment as of the day and year first written above.

FLETCHER'S FINE FOODS LTD

Per:

Name: Title:

SOFINA FOODS INC.

Per:

Name:

Title:

(Client Files/26049/132/B1981442.DOCX)

Schedule A

Trademark Intellectual Property

See attached.

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TRADEMARK REEL: 005902 FRAME: 0291



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Record 1 out of 1

TSDR

ASSIGN Status TTAB Status

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return to TESS)

Drawing

Word Mark

Goods and Services

IC 029. US 046. G & S: Meat Products-Namely, Bacon, [Back Bacon,] Hams [, Ham Parts, and Processed Meat in Stick Form]. FIRST USE: 19210000. FIRST USE IN COMMERCE:

Mark Drawing

Code

(1) TYPED DRAWING

Serial Number

73437395

Filing Date

August 1, 1983

Current Basis Original Filing 1A

Basis

1A

Published for

Opposition

January 1, 1985

Registration

Number

1324845

Registration Date March 12, 1985

Owner

(REGISTRANT) Fletcher's Limited CORPORATION CANADA 8385 Fraser St. Vancouver,

British Columbia CANADA V5X 3X5

(LAST LISTED OWNER) SOFINA FOODS INC./ALIMENTS SOFINA INC. CORPORATION

CANADA 7727 - 127 Avenue Edmonton, Alberta CANADA T5C 1R9

Assignment Recorded

ASSIGNMENT RECORDED

Attorney of

Molly Buck Richard

Record Prior

1053020

Registrations

TRADEMARK

Type of Mark

PRINCIPAL-2(F)

Register

Affidavit Text

SECT 8 (6-YR), SECTION 8(10-YR) 20150210.

Renewal

2ND RENEWAL 20150210

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ASSIGN Status

TTAB Status

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Word Mark

SINCE 1917 FLETCHER'S FINE FOODS

Goods and Services

IC 029. US 046. G & S: bacon; [back bacon;] ham; [poultry, namely, turkey and chicken;] fresh pork, [marinated pork;] frankfurters; wieners; [roast beef; corned beef;] smoked sausages, fresh sausages [; sliced and loaf luncheon meats, salami, pastrami, pepperoni; sausage rolls; liver sausage; beef jerky; prepared salads, namely, fruit salads, garden salads and vegetable salads; prepared entrees consisting primarily of meat and vegetables; snack foods, namely, ham, salami, turkey and cheese]

(CANCELLED) IC 030, US 046, G & S: meat pies; prepared entrees, consisting primarily of pasta or rice; prepared salads, namely, macaroni salads, rice salads and pasta salads; crackers

Mark Drawing

Code

(3) DESIGN PLUS WORDS, LETTERS, AND/OR NUMBERS

Code

Design Search 20.03.10 - Bottle labels; Labels for bottles 24.09.07 - Advertising, banners; Banners

26.13.21 - Quadrilaterals that are completely or partially shaded

Serial Number 75381947

Filing Date

October 30, 1997

Current Basis 44E

Original Filing 1B;44D

Basis

Published for Opposition

August 17, 1999

Change in Registration

CHANGE IN REGISTRATION HAS OCCURRED

Registration

2290827

Number Registration

Date

November 9, 1999

Owner

(REGISTRANT) FLETCHER'S FINE FOODS LTD. CORPORATION CANADA 8385 Fraser Street

Vancouver, British Columbia CANADA V6E 3R3

(LAST LISTED OWNER) SOFINA FOODS INC./ALIMENTS SOFINA INC. CORPORATION

CANADA 145 EAST DRIVE BRAMPTON, ONTARIO CANADA L6T 1B9

Assignment

Recorded

ASSIGNMENT RECORDED

Attorney of

Record

JAN CHRISTENSEN

Priority Date

September 17, 1997

Prior

Registrations

1314860;1324845;1840671;1994289;AND OTHERS

Disclaimer

NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "SINCE 1917" and "FINE FOODS"

APART FROM THE MARK AS SHOWN

Type of Mark

TRADEMARK

Register

PRINCIPAL

Affidavit Text SECT 15. SECT 8 (6-YR). PARTIAL SECTION 8(10-YR) 20090211.

Renewal

1ST RENEWAL 20090211

Live/Dead Indicator

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TSDR

ASSIGN Status

TTAB Status

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return to TESS)



Word Mark

SINCE 1917 FLETCHER'S FINE FOODS

Goods and Services

IC 029. US 046. G & S: bacon; [back bacon;] ham; [poultry, namely, turkey and chicken;] fresh pork, [marinated pork;] frankfurters; wieners; [roast beef; corned beef;] smoked sausages, fresh sausages [; sliced and loaf luncheon meats, salami, pastrami, pepperonl; sausage rolls; liver sausage; beef jerky; prepared salads, namely, fruit salads, garden salads and vegetable salads; prepared entrees consisting primarily of meat and vegetables; snack foods, namely, ham, salami, turkey, and cheese]

(CANCELLED) IC 030. US 046. G & S: [meat pies; prepared entrees, consisting primarily of pasta or rice; prepared salads, namely, macaroni salads, rice salads and pasta salads; crackers }

Mark Drawing

Code

Code

(3) DESIGN PLUS WORDS, LETTERS, AND/OR NUMBERS

Design Search 20.03.10 - Bottle labels; Labels for bottles 24.09.07 - Advertising, banners; Banners

26.13.21 - Quadrilaterals that are completely or partially shaded

Serial Number 75381946

Filing Date

October 30, 1997

Current Basis 44E Original Filing 1B;44D

Basis

Published for

August 24, 1999

Opposition Change In

Registration Registration

2292004

Number

Registration

Date

November 16, 1999

http://tmsearch.uspto.gov/bin/gate.exe?f=doc&state=4806:8hurv1.8.1

CHANGE IN REGISTRATION HAS OCCURRED

Owner

(REGISTRANT) FLETCHER'S FINE FOODS LTD. CORPORATION CANADA 8385 Fraser Street

Vancouver, British Columbia CANADA V6E 3R3

(LAST LISTED OWNER) SOFINA FOODS INC./ALIMENTS SOFINA INC. CORPORATION

CANADA 145 EAST DRIVE BRAMPTON, ONTARIO CANADA L6T 1B9

Assignment

Recorded

ASSIGNMENT RECORDED

Attorney of Record

JAN CHRISTENSEN

Priority Date

September 30, 1997

Prior

1314860;1324845;1840671;1994289;AND OTHERS

Registrations

Disclaimer

NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "SINCE 1917" and "FINE FOODS"

APART FROM THE MARK AS SHOWN

Description of

Mark

The drawing is lined for the colors red and blue.

Type of Mark

TRADEMARK

Register

PRINCIPAL

Affidavit Text SECT 15. SECT 8 (6-YR). PARTIAL SECTION 8(10-YR) 20090211.

Renewal

1ST RENEWAL 20090211

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Indicator

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ASSIGN Status TTAB Status

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return to TESS)

DAYBREAK

Word Mark

DAYBREAK

Goods and Services

IC 029, US 046, G & S: Bacon, FIRST USE: 19880000, FIRST USE IN COMMERCE:

19880000

Standard Characters

Claimed

Mark Drawing Code

(4) STANDARD CHARACTER MARK

Serial Number

78487228

Filing Date

September 21, 2004

Current Basis

1A

Original Filing Basis 1A;1B

Published for

Opposition

June 8, 2010

Registration Number 3949988

Registration Date

April 26, 2011

Owner

(REGISTRANT) SOFINA FOODS INC./ALIMENTS SOFINA INC. CORPORATION

CANADA 145 EAST DRIVE BRAMPTON, ONTARIO CANADA L6T 1B9

Assignment

Recorded

ASSIGNMENT RECORDED

Attorney of Record

MOLLY BUCK RICHARD

Prior Registrations

2568982

Type of Mark

TRADEMARK

Register

PRINCIPAL

Live/Dead Indicator

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DAYBREAK BACON

Word Mark

DAYBREAK BACON

Goods and Services IC 029, US 046, G & S; meat, namely smoked bacon, FIRST USE: 19740000, FIRST USE IN COMMERCE:

19740000

Mark Drawing Code (1) TYPED DRAWING

Serial Number

75838264

Filing Date

November 2, 1999

Current Basis

1A

Original Filing Basis

1A

Published for

February 19, 2002

Opposition

Registration .

2568982

Number Registration Date

May 14, 2002

Owner

(REGISTRANT) PREMIUM BRANDS INC. CORPORATION CANADA 7720 ALDERBRIDGE WAY

RICHMOND, BRITISH COLUMBIA CANADA V6X 2A2

(LAST LISTED OWNER) SOFINA FOODS INC./ALIMENTS SOFINA INC. CORPORATION CANADA 145

EAST DRIVE BRAMPTON, ONTARIO CANADA L6T 1B9

Assignment

Recorded

ASSIGNMENT RECORDED

Attorney of Record MOLLY BUCK RICHARD

Disclaimer

NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "BACON" APART FROM THE MARK AS

SHOWN

Type of Mark

TRADEMARK **PRINCIPAL**

Register Affidavlt Text

SECT 15. SECT 8 (6-YR). SECTION 8(10-YR) 20120509.

Renewal

1ST RENEWAL 20120509

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HOT LINKS

Word Mark

HOT LINKS

Goods and Services

IC 029. US 046. G & S: Meat products, namely, sausage. FIRST USE: 19960500.

FIRST USE IN COMMERCE: 19960500

Mark Drawing Code

Serial Number

(1) TYPED DRAWING

Filing Date

76293697 July 31, 2001

Current Basis

1A

1A;44D

Original Filing Basis

Registration Number

Published for Opposition January 9, 2007

Registration Date

3220979

March 27, 2007

Owner

(REGISTRANT) QUALITY MEAT GROUP LTD. CORPORATION CANADA 145 EAST

DRIVE BRAMPTON, ONTARIO CANADA L6T 1B9

(LAST LISTED OWNER) SOFINA FOODS INC./ALIMENTS SOFINA INC.

CORPORATION CANADA 145 EAST DRIVE BRAMPTON, ONTARIO CANADA L6T

1B9

Assignment Recorded

ASSIGNMENT RECORDED

Attorney of Record

Molly Buck Richard

Disclaimer

NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "LINKS" APART FROM

THE MARK AS SHOWN

Type of Mark

TRADEMARK

Register **Affidavit Text** PRINCIPAL-2(F)-IN PART SECT 15. SECT 8 (6-YR).

Live/Dead Indicator

LIVE

as to "HOT"

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ASSIGN Status

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LOUISIANA BRAND

Word Mark

LOUISIANA BRAND

Goods and Services

IC 029. US 046. G & S: meat products, namely sausage. FIRST USE: 19960500. FIRST USE

IN COMMERCE: 19960500

Mark Drawing

Code

(1) TYPED DRAWING

Serial Number

Filing Date

76293696 July 31, 2001

Current Basis

1A

Original Filing

1A;1B;44D

Basis Published for

March 18, 2003

Opposition

Registration

Number

2723303

Registration Date

June 10, 2003

Owner

(REGISTRANT) Premium Brands Inc. CORPORATION CANADA 8385 Fraser Street

Vancouver, British Columbia CANADA V5X 3X8

(LAST LISTED OWNER) SOFINA FOODS INC./ALIMENTS SOFINA INC. CORPORATION

CANADA 145 EAST DRIVE BRAMPTON, ONTARIO CANADA L6T 1B9

Assignment

Recorded

ASSIGNMENT RECORDED

Attorney of Record MOLLY BUCK RICHARD

Disclaimer

NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "BRAND" APART FROM THE

MARK AS SHOWN

Type of Mark

TRADEMARK

Register

PRINCIPAL-2(F)

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Affidavit Text

SECT 15. SECT 8 (6-YR). SECTION 8(10-YR) 20130322.

Renewal

1ST RENEWAL 20130322

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Record 1 out of 1

TSDR

ASSIGN Status

TTAB Status

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STAK PAK

Word Mark

STAK PAK

Goods and Services

IC 029. US 046. G & S: (Based on Use in Commerce) (Based on 44(d) Priority Application)

meat products, namely sausage and bacon. FIRST USE: 20010100. FIRST USE IN

COMMERCE: 20010100

Mark Drawing

Code

(1) TYPED DRAWING

Serial Number Filing Date

76293698 July 31, 2001

Current Basis

1A;44E

Original Filing **Basis**

1A;44D

Published for

Opposition

June 5, 2007

Registration

3281193

Number

Registration Date August 21, 2007

Owner

(REGISTRANT) SOFINA FOODS INC./ALIMENTS SOFINA INC. CORPORATION CANADA

145 EAST DRIVE BRAMPTON, ONTARIO CANADA L6T 1B9

Assignment Recorded

ASSIGNMENT RECORDED

Attorney of

Record

MOLLY BUCK RICHARD

Priority Date

June 18, 2001

Type of Mark

TRADEMARK

Register

PRINCIPAL

Affidavit Text

RECORDED: 10/18/2016

SECT 15. SECT 8 (6-YR).

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