

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM419086

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
Proximo Restaurants LLC		03/09/2017	Limited Liability Company: MARYLAND
RECEIVING PARTY DATA			
Name:	Think Food Group LLC		
Street Address:	717 D Street NW, Suite 600		
City:	Washington		
State/Country:	D.C.		
Postal Code:	20004		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	1822109	JALEO	
Serial Number:	86848050	JALEO HOUSE	
Registration Number:	2958255	OYAMEL	
Registration Number:	2998210		
Registration Number:	2738387	ZAYTINYA	
CORRESPONDENCE DATA			
Fax Number:	2028576395		
<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:	202-857-6000		
Email:	kristen.koines@arentfox.com		
Correspondent Name:	Matthew R. Mills		
Address Line 1:	c/o Arent Fox LLP 1717 K St., NW		
Address Line 4:	Washington, D.C. 20006		
ATTORNEY DOCKET NUMBER:	030463.00091		
NAME OF SUBMITTER:	Matthew R. Mills		
SIGNATURE:	/Matthew R. Mills/		
DATE SIGNED:	03/09/2017		

OP \$140.00 1822109

Total Attachments: 3

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TRADEMARK ASSIGNMENT

This Trademark Assignment (the **Assignment**) is entered into as of March 9, 2017 by and between Proximo Restaurants LLC, a Maryland limited liability company (**Assignor**), and Think Food Group LLC, a Delaware limited liability company (**Assignee**).

Recitals

- A. Assignee is the sole member of Assignor.
- B. Assignor owns the trademarks and pending or registered applications and registrations set forth on Schedule 1 (collectively, the **Marks**).
- C. Assignor desires to distribute and assign to Assignee, and Assignee desires to accept from Assignor the distribution and assignment of, all of Assignor's rights, title, and interest in and to the Marks, as more particularly set forth in this Agreement.

Agreement

Therefore, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby distributes and assigns to Assignee, and Assignee hereby accepts, all of Assignor's rights, title, and interest in and to the Marks (including the right to sue for past infringement) and the goodwill associated therewith, in the United States and throughout the world.

The parties hereby agree to execute any additional documents reasonably necessary to accomplish and record this Assignment.

Assignor:

Proximo Restaurants LLC

By: Think Food Group LLC,
its sole member

By: Kimberly Grant
Name: Kimberly Grant
Title: Chief Executive Officer

Assignee:

Think Food Group LLC

By: Kimberly Grant
Name: Kimberly Grant
Title: Chief Executive Officer

SCHEDULE 1**The Marks**

Mark	Country	Filing Date	Class	Pending, Lapsing, or Registered	Application/ Registration No.
JALEO	Brazil	July 9, 2013	43	Registered	840572654
JALEO	Canada	August 15, 2016	42	Pending	1795877
JALEO	Chile	July 10, 2013	43	Registered	1064956
JALEO	China	April 19, 2013	43	Registered	1165576
JALEO	Colombia	April 19, 2013	43	Registered	1165576
JALEO	Costa Rica	May 11, 2016	43	Registered	2016-0004468
JALEO	Cuba	May 23, 2016	43	Registered	1165576
JALEO	EU	April 29, 2013	43	Pending	1165576
JALEO	France	September 10, 2010	43	Registered	103765494
JALEO Jaleo Jaleo	Hong Kong	June 28, 2013	43	Registered	302654550
JALEO	Mexico	March 8, 2013	43	Pending	1355717
JALEO	Mexico	August 5, 2015	16	Lapsing	1641247
JALEO	Mexico	August 5, 2015	25	Lapsing	1641248
JALEO	Mexico	August 5, 2015	29	Registered	1579586
JALEO	Mexico	August 5, 2015	30	Registered	1579587
JALEO	Mexico	August 5, 2015	31	Lapsing	1641256
JALEO	Mexico	August 5, 2015	35	Pending	1641257
JALEO & Design	Mexico	August 5, 2015	16	Lapsing	1641259
JALEO & Design	Mexico	August 5, 2015	25	Lapsing	1641262
JALEO & Design	Mexico	August 5, 2015	29	Registered	1577516
JALEO & Design	Mexico	August 5, 2015	30	Registered	1577517
JALEO & Design	Mexico	August 5, 2015	31	Lapsing	1641271
JALEO & Design	Mexico	August 5, 2015	35	Pending	1641273
JALEO & Design	Mexico	August 5, 2015	43	Pending	1641274
JALEO	Morocco	April 19, 2013	43	Registered	1165576
JALEO	Panama	December 18, 2012	43	Pending	219335
JALEO tradename	Panama	December 18, 2012	NA	Pending	219333
JALEO	Qatar	August 21, 2013	42	Registered	83504
JALEO	Singapore	April 19, 2013	43	Registered	1165576
CAFE JALEO & Design	Spain	April 16, 2008	43	Registered	2.823.734
JALEO	United Arab Emirates	June 9, 2014	43	Registered	212764
JALEO	United States	August 28, 1992	42	Registered	1822109

Mark	Country	Filing Date	Class	Pending, Lapsing, or Registered	Application/Registration No.
JALEO HOUSE	United States	December 14, 2015	41, 43, 44	Pending	86848050
JALEO	WIPO	April 19, 2013	43	Registered	1165576
OYAMEL	United Arab Emirates	June 9, 2014	43	Registered	212765
OYAMEL	United States	July 21, 2003	43	Registered	2958255
Three Butterflies (Stylized/Design)	United States	August 9, 2004	43	Registered	2998210
ZAYTINYA	United States	October 11, 2001	42	Registered	2738387