

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM528138

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Brand Castle LLC		06/13/2019	Limited Liability Company: OHIO
RECEIVING PARTY DATA			
Name:	Otis Foods LLC		
Street Address:	P.O. Box 261		
City:	Hudson		
State/Country:	OHIO		
Postal Code:	44236		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 12			
Property Type	Number	Word Mark	
Registration Number:	4284962	THE TASTE OF ASPEN!	
Registration Number:	3817425	ASPEN MULLING	
Registration Number:	4822376	ASPEN MULLING	
Registration Number:	4822374	ASPEN MULLING	
Registration Number:	4615343		
Registration Number:	4285133	ASPEN MULLING	
Registration Number:	4294689	ASPEN MULLING	
Registration Number:	3209781	ASPEN TASTE	
Registration Number:	3070272	ASPEN MULLING SPICES	
Registration Number:	3034908	THE TASTE OF ASPEN!	
Registration Number:	3914826	ASPEN TASTE	
Registration Number:	2648097		
CORRESPONDENCE DATA			
Fax Number:	2162410816		
<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:	216-622-8200		
Email:	ipdocket@calfee.com,rfalk@calfee.com,ccostanza@calfee.com		
Correspondent Name:	Calfee, Halter & Griswold LLP		

CH \$315.00 4284962

Address Line 1: 1405 East Sixth Street
Address Line 2: The Calfee Building
Address Line 4: Cleveland, OHIO 44114-1607

ATTORNEY DOCKET NUMBER: 39023.04001

NAME OF SUBMITTER: Ryan W. Falk

SIGNATURE: /Ryan W. Falk/

DATE SIGNED: 06/17/2019

Total Attachments: 6

source=Assignment_of_Trademarks_with_Exhibit#page1.tif
source=Assignment_of_Trademarks_with_Exhibit#page2.tif
source=Assignment_of_Trademarks_with_Exhibit#page3.tif
source=Assignment_of_Trademarks_with_Exhibit#page4.tif
source=Assignment_of_Trademarks_with_Exhibit#page5.tif
source=Assignment_of_Trademarks_with_Exhibit#page6.tif

Exhibit D
ASSIGNMENT OF TRADEMARKS

WHEREAS, Brand Castle LLC, an Ohio limited liability company with offices at 5111 Richmond Road, Bedford Heights, Ohio 44146 ("Assignor"), is the owner of certain rights, title and interest in and to the marks, including but not limited to, the marks set forth in Schedule 1, which is attached hereto (the "Marks"); and

WHEREAS, Otis Foods LLC, a Delaware limited liability company with offices at _____ ("Assignee"), desires to acquire all of Assignor's rights in, and the goodwill associated with, the Marks, including without limitation, the registrations for the Marks and all common-law rights in the Marks;

NOW, THEREFORE, Assignor does hereby assign and transfer to Assignee effective as of June 13, 2019 all of Assignor's rights, title and interest in and to: (i) the Marks; (ii) any registrations and/or applications to register any of the Marks, including but not limited to those registrations set forth in Schedule 1; (iii) all income, royalties, damages and payments accruing after the above effective date with respect to the Marks; (iv) all rights of action arising from the Mark, including all claims for damages by reason of past, present and future infringement of the Mark and the right to sue and collect damages for such infringement, to be held and enjoyed by Assignee for its own use and benefit and for its successors and assigns as the same would have been held by Assignor had this assignment not been made; and (v) the goodwill of the business symbolized by the Marks.

[Signature page to follow]

IN WITNESS WHEREOF, Assignor and Assignee have executed this Assignment of Marks as of the date indicated below.

Brand Castle LLC

Date: June 13, 2019

[Handwritten Signature]

County of Cuyahoga)

Name: JIMMY ZEILINGER

State of Ohio)

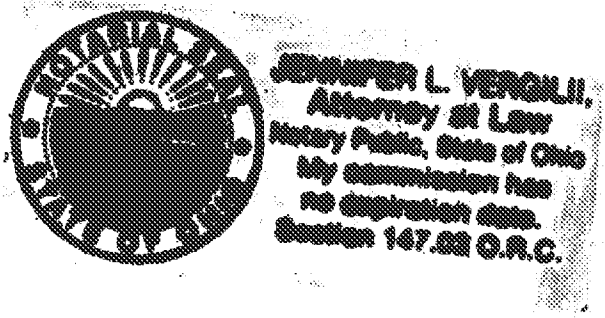
Title: CEO

Before me, a Notary Public in and for the County and State listed above, on this 13th day of June 2019, personally appeared before me, Jimmy Zeinger, to me known, or made to be known, to be the person named in and who executed the above instrument, and acknowledged to me that he/she is duly authorized to execute this Assignment of Trademarks on behalf of and to bind Brand Castle LLC and that he/she executed the same for the uses and the purposes therein mentioned.

(seal)

Jennifer L. Vergili

Notary Public



Otis Foods LLC

Date: June 13, 2019

[Signature]

County of Cuyahoga)
)
State of Ohio)

Name: William B. Lockwood
Title: Manager

Before me, a Notary Public in and for the County and State listed above, on this 13th day of June 2019, personally appeared before me, William B. Lockwood, to me known, or made to be known, to be the person named in and who executed the above instrument, and acknowledged to me that he/she is duly authorized to execute this Assignment of Trademarks on behalf of and to bind Otis Foods LLC and that he/she executed the same for the uses and the purposes therein mentioned.


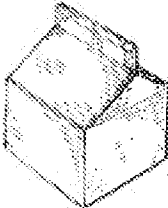
(seal)


Jennifer Vergilio
Notary Public

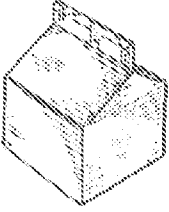


JENNIFER L. VERGILIO,
Attorney at Law
Notary Public, State of Ohio
My commission has
no expiration date.
Section 147.03 O.R.C.

Schedule 1 0 Marks

<p>37762-00006 USA Registered</p>	<p>THE TASTE OF ASPEN!</p> <p>App. No.: 85/498,693 Filed: 12/19/11 Reg. No.: 4284962 Reg. Date: 2/5/13</p>	<p>30 - Muffin mixes 32 - Flavored drink mixes for fruit-flavored beverages; hot buttered rum mix</p>
<p>37762-00007 USA Registered</p>	<p>ASPEN MULLING</p> <p>App. No.: 77/877,370 Filed: 11/20/09 Reg. No.: 3817425 Reg. Date: 7/13/10</p>	<p>30 - Spices, bread and muffin mix</p>
<p>37762-00009 USA Registered</p>	<p>ASPEN MULLING</p> <p>App. No.: 85/546,137 Filed: 2/17/12 Reg. No.: 4822376 Reg. Date: 9/29/15</p>	<p>30 - Batter mixes for baking</p>
<p>37762-00010 USA Registered</p>	 <p>App. No.: 85/545,186 Filed: 2/16/12 Reg. No.: 4822374 Reg. Date: 9/29/15</p>	<p>30 - Batter mixes for baking</p>
<p>37762-00011 USA Registered</p>	 <p>App. No.: 85/545,146 Filed: 2/16/12 Reg. No.: 4615343 Reg. Date: 9/30/14</p>	<p>29 - Powdered, non-liquid eggnog mixes 30 - Powdered, non-liquid mixes for bakery goods 32 - Powdered, non-liquid flavored beverage mixes for fruit-flavored beverages; powdered, non-liquid spiced drink mixes; powdered, non-liquid hot buttered rum mixes; powdered, non-liquid spiced cider beverages mixes</p>

<p>37762-00012 USA Registered</p>	 <p>App. No.: 85/545,175 Filed: 2/16/12 Reg. No.: 4285133 Reg. Date: 2/5/13</p>	<p>29 - Eggnog mixes 30 - Mixes for bakery goods, spiced tea mixes, mulling spices 32 - Flavored beverage mixes for fruit-flavored beverages spiced drink mixes, hot buttered rum mixes, spiced cider beverage mixes</p>
<p>37762-00013 USA Registered</p>	<p>ASPEN MULLING</p> <p>App. No.: 85/545,154 Filed: 2/16/12 Reg. No.: 4294689 Reg. Date: 2/26/13</p>	<p>29 - Eggnog mix 30 - Mixes for bakery goods, spiced tea mixes, mulling spices 32 - Flavored beverage mixes for fruit-flavored beverages spiced drink mixes, hot buttered rum mixes, spiced cider beverage mixes</p>
<p>37762-00014 USA Registered</p>	<p>ASPEN TASTE</p> <p>App. No.: 78/977,757 Filed: 8/17/04 Reg. No.: 3209781 Reg. Date: 2/13/07</p>	<p>30 - Chocolate fudge mix, spices, cinnamon sticks, muffin mix and spiced tea mix 33 - Spiced wine mix</p>
<p>37762-00015 USA Registered</p>	<p>ASPEN MULLING SPICES</p> <p>App. No.: 78/468,576 Filed: 8/17/04 Reg. No.: 3070272 Reg. Date: 3/21/06</p>	<p>30 - Spices 32 - Spiced apple cider beverage mix 33 - Spiced wine mix</p>
<p>37762-00016 USA Registered</p>	<p>THE TASTE OF ASPEN!</p> <p>App. No.: 78/468,580 Filed: 8/17/04 Reg. No.: 3034908 Reg. Date: 12/27/05</p>	<p>29 - Egg nog mix 30 - Chocolate fudge mix,spices 32 - Spiced apple cider beverage mix and lemonade drink mix</p>
<p>37762-00017 USA Registered</p>	<p>ASPEN TASTE</p> <p>App. No.: 77/703,565 Filed: 3/31/09 Reg. No.: 3914826 Reg. Date: 2/1/11</p>	<p>29 - Eggnog mix 32 - Hot buttered rum mix</p>

<p>37762-00021 USA Registered</p>	 <p>App. No.: 76/096,069 Filed: 7/25/00 Reg. No.: 2648097 Reg. Date: 11/12/02</p>	<p>30 - Spices</p>
<p>37762-00031 Canada Registered</p>	<p>ASPEN MULLING</p> <p>App. No.: 1,590,606 Filed: 8/17/12 Reg. No.: TMA929105 Reg. Date: 2/16/16</p>	<p>- Broth mixes, dip mixes, soup mixes; cheeseball mixes, cheesecake mixes, cookie mixes, batter mixes, marinade mixes, sauce mixes, seasoning mixes, stuffing mixes, pancake and waffle mixes, frozen dessert mixes, powders for making desserts, dried food mixes - fudge mixes</p>
<p>37762-00032 Canada Registered</p>	<p>ASPEN MULLING</p> <p>App. No.: 1,606,683 Filed: 12/14/12 Reg. No.: TMA924198 Reg. Date: 12/22/15</p>	<p>- spices; mulling spices; bread and muffin mix; hot buttered rum drink mixes; eggnog mix; spiced tea mixes, flavored beverage mixes, spiced drink mixes; spiced cider beverage mixes</p>
<p>37762-00033 Canada Registered</p>	<p>ASPEN TASTE</p> <p>App. No.: 1,246,866 Filed: 2/11/05 Reg. No.: TMA658318 Reg. Date: 2/8/06</p>	<p>- Chocolate fudge mix, spices, cinnamon sticks, cookie mix, and muffin mix; spiced apple cider beverage mix, spiced tea mix, spiced wine mix, and eggnog mix; hot cocoa mix and spiced cocoa mix.</p>