

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM773539

<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>
Seviroli Foods, Inc.		12/01/2022	Corporation: NEW YORK
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Vertullo Imports LLC		
<b>Street Address:</b>	385 Oak Street		
<b>City:</b>	Garden City		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	11530		
<b>Entity Type:</b>	Limited Liability Company: NEW YORK		
<b>PROPERTY NUMBERS Total: 13</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2152709	ITALIAN FEAST	
<b>Registration Number:</b>	4596766	PASTA JOE	
<b>Registration Number:</b>	4614088	RAVZAGNA	
<b>Registration Number:</b>	4407527	SEVIROLI BAMBINI TORTELLINI	
<b>Registration Number:</b>	4486428	SARO'S PASTA	
<b>Registration Number:</b>	3545414	SEVIROLI	
<b>Registration Number:</b>	3188852	SEVIROLI FOODS	
<b>Registration Number:</b>	4029079	FROM OUR FAMILY TO YOURS, ONLY THE BEST	
<b>Registration Number:</b>	3693433	MAC-A-ROLI	
<b>Registration Number:</b>	3541559	ONE BITE AND YOU KNOW IT'S AUTHENTIC	
<b>Registration Number:</b>	3257567	SEVIROLI	
<b>Registration Number:</b>	2649272	SEVIROLI	
<b>Registration Number:</b>	1145518	D'ORAZIO	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2125935955		
<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>	212-756-2132		
<b>Email:</b>	scott.kareff@srz.com		

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**Correspondent Name:** S. Kareff c/o Schulte Roth & Zabel LLP  
**Address Line 1:** 919 Third Avenue  
**Address Line 2:** 25th Floor  
**Address Line 4:** New York, NEW YORK 10022

**ATTORNEY DOCKET NUMBER:** 051664-0056

**NAME OF SUBMITTER:** Scott Kareff (051664-0056)

**SIGNATURE:** /EC FOR SK/

**DATE SIGNED:** 12/12/2022

**Total Attachments: 3**

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**TRADEMARK ASSIGNMENT**

Date: December 1, 2022

WHEREAS, **Seviroli Foods, Inc.**, a New York corporation having a place of business at 385 Oak Street, Garden City, New York 11510 (the "Assignor"), is the owner of the registered trademarks listed on Appendix A attached hereto (the "Trademarks");

WHEREAS, pursuant to that certain Membership Interest Purchase Agreement, dated as of the date hereof, by and among the Assignor, **Vertullo Imports LLC**, a New York limited liability company (the "Assignee"), and the other parties thereto, the Assignor is contributing substantially all of its assets and certain of its liabilities to the Assignee, including the Trademarks and all common law and other rights related thereto;

WHEREAS, the Assignee is desirous of acquiring, and Assignor has agreed to assign, the entire right, title and interest in and to the Trademarks as well as all associated common law rights and good will associated therewith or symbolized thereby, if any, and including any and all rights to sue for and collect damages for past infringement thereof and any and all international or foreign rights of priority stemming therefrom and all rights of reinstatement or revival, where applicable.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Assignor does hereby assign to Assignee, its successors and assigns, the entire right, title and interest in and to the Trademarks as well as all associated common law rights, if any, and all good will associated therewith or symbolized thereby, if any, including any and all rights to sue for and collect damages for past, present or future infringement thereof and any and all international or foreign rights of priority stemming therefrom and all rights of reinstatement or revival, where applicable.

The Assignor further hereby covenants and agrees to promptly execute and return any additional applications, assignments, declarations, recordation documents or other documentation which may reasonably be deemed necessary to perfect the rights, title and interest in Assignee, its successors, assigns and legal representatives in the Trademarks.

This Trademark Assignment shall be governed by and construed and enforced in accordance with the laws of the State of New York without giving effect to conflict of law provisions thereof.

This Trademark Assignment may be executed in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument. Copies (including delivery by facsimile, electronic mail (.pdf) or other electronic transmission or original) of signatures to this Trademark Assignment shall be deemed to be originals and shall be binding to the same extent as original signatures.

IN WITNESS WHEREOF, the parties have executed this Trademark Assignment as of the date first set forth above.

[Signature Pages Follow]

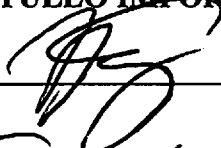
**ASSIGNOR: SEVIROLI FOODS, INC.**

Signed: 

Printed Name: Joseph J Seviroli Jr.

Title: CEO

**ASSIGNEE: VERTULLO IMPORTS LLC**

Signed: 

Printed Name: Joseph J Seviroli Jr

Title: CEO

**APPENDIX A  
ASSIGNED TRADEMARK REGISTRATIONS**

	<b>Owner (State of Incorporation)</b>	<b>Country</b>	<b>Trademark</b>	<b>Application No. (Filing date)</b>	<b>Registration No. (Reg. date)</b>	<b>Status</b>
1.	Seviroli Foods, Inc. (New York)	US	ITALIAN FEAST	74654296 (03/31/1995)	2152709 (04/21/1998)	Registered
2.	Seviroli Foods, Inc. (New York)	US	PASTA JOE	86178800 (01/29/2014)	4596766 (09/02/2014)	Registered
3.	Seviroli Foods, Inc. (New York)	US	RAVZAGNA	85246107 (02/18/2011)	4614088 (09/30/2014)	Registered
4.	Seviroli Foods, Inc. (New York)	US	SEVIROLI BAMBINI TORTELLINI	85366793 (07/08/2011)	4407527 (09/24/2013)	Registered
5.	Seviroli Foods, Inc. (New York)	US	SARO'S PASTA	85961573 (06/17/2013)	4486428 (02/18/2014)	Registered
6.	Seviroli Foods, Inc. (New York)	US		78954517 (08/17/2006)	3545414 (12/09/2008)	Registered
7.	Seviroli Foods, Inc. (New York)	US	SEVIROLI FOODS	78649431 (06/13/2005)	3188852 (12/26/2006)	Registered
8.	Seviroli Foods, Inc. (New York)	US	FROM OUR FAMILY TO YOURS, ONLY THE BEST WILL DO	77370503 (01/14/2008)	4029079 (09/20/2011)	Registered
9.	Seviroli Foods, Inc. (New York)	US	MAC-A-ROLI	77395969 (02/13/2008)	3693433 (10/06/2009)	Registered
10.	Seviroli Foods, Inc. (New York)	US	ONE BITE AND YOU KNOW IT'S AUTHENTIC	77370500 (01/14/2008)	3541559 (12/02/2008)	Registered
11.	Seviroli Foods, Inc. (New York)	US	SEVIROLI	77003345 (09/20/2006)	3257567 (07/03/2007)	Registered
12.	Seviroli Foods, Inc. (New York)	US		76360816 (01/09/2002)	2649272 (11/12/2002)	Registered
13.	Seviroli Foods, Inc. (New York)	Mexico	SEVIROLI (in block letters)	1142430 (05/02/2014)	1469707 (07/11/2014)	Registered
14.	Seviroli Foods, Inc. (New York)	Australia	D'ORAZIO	1713181 (08/10/2015)	1713181 (08/10/2015)	Registered
15.	Seviroli Foods, Inc. (New York)	US	D'ORAZIO	73/234040 (10/05/1979)	1145518 (01/06/1981)	Registered