

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM824706

<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>
Mama Rosie's Co., Inc.		07/14/2023	Corporation: MASSACHUSETTS
Nicholas Sardo		07/14/2023	INDIVIDUAL:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Mama Rosie's LLC		
<b>Street Address:</b>	1177 Avenue of the Americas, 45th Floor		
<b>Internal Address:</b>	c/o Mill Point Capital LLC		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10036		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 6</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2086887	MAMA ROSIE'S	
<b>Registration Number:</b>	4839319	"FROM MAMA'S KITCHEN TO YOUR TABLE"	
<b>Registration Number:</b>	2781967	MAMA ROSIE'S	
<b>Registration Number:</b>	4839320	MAMA ROSIE'S	
<b>Registration Number:</b>	4839321		
<b>Registration Number:</b>	6074155	MAMA ROSIE'S SINCE 1976	
<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>	trademarks@srz.com		
<b>Correspondent Name:</b>	S. Kareff c/o Schulte Roth & Zabel LLP		
<b>Address Line 1:</b>	919 Third Avenue		
<b>Address Line 2:</b>	19th Floor		
<b>Address Line 4:</b>	New York, NEW YORK 10022		
<b>ATTORNEY DOCKET NUMBER:</b>	067828-0001		

CH \$165.00 2086887

<b>NAME OF SUBMITTER:</b>	Scott Kareff (067828-0001)
<b>SIGNATURE:</b>	/EC FOR SK/
<b>DATE SIGNED:</b>	07/17/2023
<b>Total Attachments: 5</b> source=Project Sicily - Trademark Assignment (EXECUTED)#page1.tif source=Project Sicily - Trademark Assignment (EXECUTED)#page2.tif source=Project Sicily - Trademark Assignment (EXECUTED)#page3.tif source=Project Sicily - Trademark Assignment (EXECUTED)#page4.tif source=Project Sicily - Trademark Assignment (EXECUTED)#page5.tif	

## TRADEMARK ASSIGNMENT

Date: July 14, 2023

WHEREAS, **Mama Rosie's Co., Inc.**, a Massachusetts corporation (the "*ASSIGNOR*"), is the owner of the registered trademarks listed on Schedule 2.12(a) of the Asset Purchase Agreement, dated as of the date hereof, and entered into by and among the *ASSIGNOR*, **Mama Rosie's LLC**, a Delaware limited liability company (the "*ASSIGNEE*"), and **Nicholas Sardo**, an individual, and all common law and other rights related thereto;

WHEREAS, a copy of the aforementioned Schedule 2.12(a) is attached hereto as Appendix A; and

WHEREAS, the *ASSIGNEE* is desirous of acquiring the entire right, title and interest in and to said registered trademarks listed in the attached Appendix A 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.

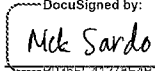
NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the *ASSIGNOR* does hereby assign to the *ASSIGNEE*, its successors and assigns, the entire right, title and interest in and to the registered trademarks listed in the attached Appendix A as well as all 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 assignments, recordation documents or other documentation which may reasonably be deemed necessary to effectuate or formalize this Trademark Assignment.

[Signature Pages Follow]

**ASSIGNOR: MAMA ROSIE'S CO., INC.**

IN WITNESS WHEREOF, THE *ASSIGNOR* HAS HEREUNTO SET HIS HAND AND SEAL  
AS OF THE DATE FIRST WRITTEN ABOVE.

Signed:  \_\_\_\_\_  
Printed Name: Nicholas Sardo  
Title: President

*[Signature Page to Trademark Assignment]*

**TRADEMARK**  
**REEL: 008134 FRAME: 0562**

***ASSIGNEE: MAMA ROSIE'S LLC***

IN WITNESS WHEREOF, THE *ASSIGNEE* HEREBY ACCEPTS AND RECEIVES THIS ASSIGNMENT UPON EXECUTION BY THE *ASSIGNOR* AS OF THE DATE FIRST WRITTEN ABOVE, WHICH EXECUTION MAY PRECEDE OR FOLLOW THE *ASSIGNEE'S* EXECUTION BELOW.

Signed: *Paul Vertullo*

Printed Name: Paul Vertullo





Title: President and Chief Executive Officer

*[Signature Page to Trademark Assignment]*

**TRADEMARK  
REEL: 008134 FRAME: 0563**

**APPENDIX A  
ASSIGNED TRADEMARKS**

**Trademark Portfolio for Mama Rosie's Co., Inc.**  
(as of May 12, 2023)

USGS Ref.	Mark	Status	Country	Class(es)	Serial No.	Filing Date	Reg. No.	Reg. Date
M0845.20000US00	MAMA ROSIE'S	Registered	United States of America	30 Int.	86/300934	5-Jun-14	4839319	27-Oct-15
M0845.20004US00	"FROM MAMA'S KITCHEN TO YOUR TABLE"	Registered	United States of America	30 Int.	79/003698	12-Oct-95	2086887	12-Aug-97
M0845.20001US00		Registered	United States of America	30 Int.	78/177616	23-Oct-02	2781967	11-Nov-03
M0845.20002US00		Registered	United States of America	30 Int.	86/302178	6-Jun-14	4839320	27-Oct-15
M0845.20003US00		Registered	United States of America	30 Int.	86/302246	6-Jun-14	4839321	27-Oct-15
M0845.20006US00		Registered	United States of America	30 Int.	86/679364	4-Nov-19	6074155	9-Jun-20