

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

Assignment ID: TM1213900

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Gotham Greens Holdings, PBC		04/30/2024	Public Benefit Corporation: DELAWARE
RECEIVING PARTY DATA			
Company Name:	Gotham Greens Chicago LLC		
Street Address:	10636 S. Woodlawn Avenue		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60628		
Entity Type:	Limited Liability Company: ILLINOIS		
Company Name:	Gotham Greens Providence LLC		
Street Address:	555 Harris Avenue		
City:	Providence		
State/Country:	RHODE ISLAND		
Postal Code:	02909		
Entity Type:	Limited Liability Company: RHODE ISLAND		
Company Name:	Gotham Greens Baltimore LLC		
Street Address:	2003 Reservoir Road		
City:	Edgemere		
State/Country:	MARYLAND		
Postal Code:	21219		
Entity Type:	Limited Liability Company: MARYLAND		
Company Name:	Gotham Greens Aurora LLC		
Street Address:	2503 Dallas Street		
City:	Aurora		
State/Country:	COLORADO		
Postal Code:	80010		
Entity Type:	Limited Liability Company: COLORADO		
Company Name:	Gotham Greens Davis LLC		
Street Address:	9113 Olmo Lane		
City:	Dixon		

CH \$515.00.00 97855455

State/Country:	CALIFORNIA
Postal Code:	95620
Entity Type:	Limited Liability Company: CALIFORNIA
Company Name:	GG Colorado LLC
Street Address:	1700 County Road 23
City:	Windsor
State/Country:	COLORADO
Postal Code:	80550
Entity Type:	Limited Liability Company: COLORADO
Company Name:	GG Virginia LLC
Street Address:	19315 Carrico Mills Road
City:	Stevensburg
State/Country:	VIRGINIA
Postal Code:	22741
Entity Type:	Limited Liability Company: VIRGINIA
Company Name:	GG Georgia LLC
Street Address:	1332 Piedmont Parkway
City:	Monroe
State/Country:	GEORGIA
Postal Code:	30655
Entity Type:	Limited Liability Company: GEORGIA
Company Name:	GG Texas LLC
Street Address:	800 Environmental Way
City:	Seagoville
State/Country:	TEXAS
Postal Code:	75159
Entity Type:	Limited Liability Company: TEXAS
Company Name:	Gotham Greens Farms LLC
Street Address:	810 Humboldt Street
City:	Brooklyn
State/Country:	NEW YORK
Postal Code:	11222
Entity Type:	Limited Liability Company: NEW YORK
Company Name:	Gotham Greens Gowanus LLC
Street Address:	214 3rd Street
City:	Brooklyn
State/Country:	NEW YORK
Postal Code:	11215
Entity Type:	Limited Liability Company: NEW YORK

Company Name:	Gotham Greens Jamaica LLC
Street Address:	184-60 Jamaica Avenue
City:	Hollis
State/Country:	NEW YORK
Postal Code:	11423
Entity Type:	Limited Liability Company: NEW YORK
Company Name:	Gotham Greens Pullman LLC
Street Address:	720 E 111th Street
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60628
Entity Type:	Limited Liability Company: ILLINOIS

PROPERTY NUMBERS Total: 20

Property Type	Number	Word Mark
Serial Number:	97855455	GOTHAM GREENS
Serial Number:	97777670	SOUTHERN CRUNCH
Serial Number:	97777661	COASTAL CRUNCH
Serial Number:	97705910	GOTHAM GREENS LONE STAR CRUNCH
Serial Number:	97368942	GOTHAM GREENS PACKED WITH PLANTS
Registration Number:	6421423	GREENS YOU CAN FEEL GOOD ABOUT
Registration Number:	6207374	GOTHAM GREENS
Registration Number:	5878366	GOTHAM GREENS
Registration Number:	5612384	UGLY GREENS BY GOTHAM GREENS
Registration Number:	5612385	UGLY GREENS (ARE BEAUTIFUL)
Registration Number:	5612386	UGLY GREENS
Registration Number:	4733814	GOTHAM GREENS LOCAL PRODUCE
Registration Number:	4733810	GOTHAM GREENS
Registration Number:	6994413	WINDY CITY CRUNCH
Registration Number:	6960354	BROOKLYN CRUNCH
Registration Number:	6960358	GREENHOUSE CRUNCH
Registration Number:	6960359	CHESAPEAKE CRUNCH
Registration Number:	6960361	ROCKY MOUNTAIN CRUNCH
Registration Number:	6960362	NEW ENGLAND CRUNCH
Registration Number:	6960363	CALIFORNIA CRUNCH

CORRESPONDENCE DATA

Fax Number: 2128945765

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.

Phone: 2129406365
Email: ian.farias@katten.com
Correspondent Name: Bret J. Danow
Address Line 1: 50 Rockefeller Plaza
Address Line 4: New York, NEW YORK 10020

ATTORNEY DOCKET NUMBER: 382607-00001

NAME OF SUBMITTER: JOHN FARIAS

SIGNATURE: JOHN FARIAS

DATE SIGNED: 05/06/2024

Total Attachments: 6

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Omnibus Assignment of Intellectual Property

This Omnibus Assignment of Intellectual Property (this “Assignment”) is made and entered into this 30th day of April, 2024 by and among, on the one hand, Gotham Greens Holdings, PBC, a public benefit corporation organized under the laws of the State of Delaware, having offices at 810 Humboldt Street, Brooklyn, New York 11222 (“Assignor”) and, on the other hand, each of those entities identified on Schedule A, attached hereto and made a part hereof, each of which are limited liability companies organized and existing under the laws of the corresponding states listed on Schedule A and have offices located at the corresponding addresses shown (collectively, “Assignees”).

WHEREAS, Assignor is the owner of: (i) the trademark applications and registrations identified on Schedule B, attached hereto and made a part hereof, and all common law rights in the corresponding trademarks shown (collectively, the “Trademarks”); (ii) the Copyright Registrations and associated copyrightable subject matter listed on Schedule B (collectively, the “Copyrights”); and (iii) the United States issued patents identified on Schedule B (collectively, the “Patents” and, together with the Trademarks and the Copyrights, the “Intellectual Property Assets”).

WHEREAS, Assignees are each a “Related Company” of Assignor for purposes of Section 5 of the U.S. Trademark Act (15 U.S.C. §1055).

WHEREAS, Assignor wishes to transfer and assign to the Assignees and Assignees wish to jointly acquire, all right, title, interest and ownership in and to the Trademarks and related goodwill, the Copyrights and the Patents, free and clear of all liens, claims and encumbrances, pursuant to the terms and provisions set forth herein.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns and transfers to Assignees all of Assignor’s right, title and interest in and to the Intellectual Property Assets, including the goodwill associated with the Trademarks and the business appurtenant thereto, and the right to sue for and take action with respect to past infringements.

Following the execution of this Assignment and at Assignees’ reasonable request, Assignor shall provide Assignees with whatever reasonable assistance is required in the preparation of all other assignment documents necessary to confirm and effect the assignment and transfer to Assignees of all of Assignor’s right, title, and interest in all of the Intellectual Property Assets. At the request of Assignee, Assignor shall execute, and shall designate a responsible person (as applicable) who shall in the future, timely execute and deliver all such assignment documents to Assignees. Until such time as all of the applicable assignments of the Intellectual Property Assets are duly recorded with the responsible government offices (the “Interim Period”), Assignor acknowledges and confirms that Assignees shall, in any event, collectively be deemed hereunder and in accordance with the terms and conditions of this Assignment to be the owner of the Intellectual Property Assets.

If it shall be necessary to record this Assignment, or other confirmatory documentation during the Interim Period, or in the event that any of the Intellectual Property Assets shall become

due for any maintenance filings or other recordations during the Interim Period, Assignor shall likewise cooperate with Assignees' requests and hereby consents and grants to Assignees the right to take whatever action is necessary in Assignees' judgment to record and file assignments and other materials confirming ownership of the Intellectual Property Assets by Assignees and to maintain the Intellectual Property Assets.

[Signature Page Follows]

IN WITNESS WHEREOF, Assignor and Assignees have each agreed to all of the terms and conditions of this Assignment as of the date first set forth above.

Assignor:

GOTHAM GREENS HOLDINGS, PBC

DocuSigned by:
By: 
Name: Viraj Puri
Title: Chief Executive Officer

Assignees:

GOTHAM GREENS CHICAGO LLC
GOTHAM GREENS PROVIDENCE LLC
GOTHAM GREENS BALTIMORE LLC
GOTHAM GREENS AURORA LLC
GOTHAM GREENS DAVIS LLC
GG COLORADO LLC
GG VIRGINIA LLC
GG GEORGIA LLC
GG TEXAS LLC
GOTHAM GREENS FARMS LLC
GOTHAM GREENS GOWANUS LLC
GOTHAM GREENS JAMAICA LLC
GOTHAM GREENS PULLMAN LLC


DocuSigned by:
By: 
Name: Viraj Puri
Title: President and CEO

Exhibit AAssignees

<u>Entity Name</u>	<u>State of Formation</u>	<u>Address</u>
Gotham Greens Chicago LLC	Illinois	10636 S. Woodlawn Avenue Chicago, Illinois 60628
Gotham Greens Providence LLC	Rhode Island	555 Harris Avenue Providence, Rhode Island 02909
Gotham Greens Baltimore LLC	Maryland	2003 Reservoir Road Edgemere, Maryland 21219
Gotham Greens Aurora LLC	Colorado	2503 Dallas Street Aurora, Colorado 80010
Gotham Greens Davis LLC	California	9113 Olmo Lane Dixon, CA 95620
GG Colorado LLC	Colorado	1700 County Road 23 Windsor, Colorado 80550
GG Virginia LLC	Virginia	19315 Carrico Mills Road Stevensburg, Virginia 22741
GG Georgia LLC	Georgia	1332 Piedmont Parkway Monroe, Georgia 30655
GG Texas LLC	Texas	800 Environmental Way Seagoville, Texas 75159
Gotham Greens Farms LLC	New York	810 Humboldt Street Brooklyn New York 11222
Gotham Greens Gowanus LLC	New York	214 3 rd Street Brooklyn, New York 11215
Gotham Greens Jamaica LLC	New York	184-60 Jamaica Avenue Hollis, New York 11423
Gotham Greens Pullman LLC	Illinois	720 E 111 th Street Chicago, Illinois 60628

Exhibit B
Intellectual Property

Trademarks:Trademark Registrations

<u>Trademark</u>	<u>Registration Number.</u>
GREENS YOU CAN FEEL GOOD ABOUT	6421423
GOTHAM GREENS (stylized)	6207374
GOTHAM GREENS	5878366
UGLY GREENS BY GOTHAM GREENS	5612384
UGLY GREENS (ARE BEAUTIFUL)	5612385
UGLY GREENS	5612386
GOTHAM GREENS LOCAL PRODUCE (stylized)	4733814
GOTHAM GREENS	4733810
WINDY CITY CRUNCH	6994413
BROOKLYN CRUNCH	6960354
GREENHOUSE CRUNCH	6960358
CHESAPEAKE CRUNCH	6960359
ROCKY MOUNTAIN CRUNCH	6960361
NEW ENGLAND CRUNCH	6960362
CALIFORNIA CRUNCH	6960363

Trademark Applications:

<u>Trademark</u>	<u>Application Number.</u>
GOTHAM GREENS (stylized)	97855455
SOUTHERN CRUNCH	97777670
COASTAL CRUNCH	97777661

GOTHAM GREENS LONE STAR CRUNCH	97705910
GOTHAM GREENS PACKED WITH PLANTS	97368942

Common Law Trademarks:Copyrights:

<u>Title</u>	<u>Registration Number</u>
Gotham Greens Baby Butterhead.	Reg. TX0007623557
Gotham Greens Basil.	Reg. TX0007623558
Gotham Greens Butterhead Lettuce.	Reg. TX0007623562
Gotham Greens Gourmet Lettuce Medley.	Reg. TX0007623560
Gotham Greens Red Oak Leaf Lettuce.	Reg. TX0007623559
Gotham Greens Tropicana Green Leaf.	Reg. TX0007623561
Gotham Greens Local Produce.	Reg. VA0001852950
Gotham Greens website.	Reg. TX0007677422

Patents:

<u>Title</u>	<u>Patent Number</u>
Apparatus, system and method for a grow ring for produce	Patent No: US 10,080,335 B1
Produce Bowl	Patent No: US D821,194 S
Produce Bowl	Patent No: US D845,758 S