

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM299059

| | |
|------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------|
| SUBMISSION TYPE: | CORRECTIVE ASSIGNMENT |
| NATURE OF CONVEYANCE: | Corrective Assignment to correct the entity type previously recorded on Reel 005085 Frame 0484. Assignor(s) hereby confirms the Assignment. |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---------------------------|----------|----------------|----------------------|
| BBK Tobacco & Foods, Inc. | | 08/02/2013 | CORPORATION: ARIZONA |

RECEIVING PARTY DATA

| | |
|------------------------|----------------------------------------|
| Name: | BBK Tobacco & Foods, LLP |
| Street Address: | 3315 W. Buckeye Road, Suite B |
| City: | Phoenix |
| State/Country: | ARIZONA |
| Postal Code: | 85009 |
| Entity Type: | LIMITED LIABILITY PARTNERSHIP: ARIZONA |

PROPERTY NUMBERS Total: 43

| Property Type | Number | Word Mark |
|----------------------|---------|----------------------------|
| Registration Number: | 2899588 | 101 |
| Registration Number: | 3621349 | ALLIED TOBACCO |
| Registration Number: | 2778073 | BROWN SUGAR |
| Registration Number: | 2825318 | CHILLS |
| Registration Number: | 3274690 | CORLEONE |
| Registration Number: | 3407473 | CREDIT CARD ROLLING PAPERS |
| Registration Number: | 2970462 | DEATH TO THE COMPETITION |
| Registration Number: | 3220010 | DLX |
| Registration Number: | 3100119 | DOUBLE DUTCH |
| Registration Number: | 3471137 | ELEMENTS |
| Registration Number: | 2567579 | HBI |
| Registration Number: | 3334841 | HBI |
| Registration Number: | 3488717 | HOOCH |
| Registration Number: | 3111947 | IRIE |
| Registration Number: | 2992489 | JAY'S |
| Registration Number: | 2678289 | JUICY JAY'S |
| Registration Number: | 2874945 | KINGPIN |
| Registration Number: | 3263464 | KING SIZE SELECT |
| Registration Number: | 3338288 | KING SIZE SUPREME |

TRADEMARK

| Property Type | Number | Word Mark |
|----------------------|---------|--------------------------------------|
| Registration Number: | 3321944 | KLEAR |
| Registration Number: | 3364510 | KLEAR |
| Registration Number: | 3037877 | LARAMIE |
| Registration Number: | 3201270 | LIGHTER LASSO |
| Registration Number: | 3196882 | LUXE |
| Registration Number: | 3895811 | MATCHBOX SCALE M2 |
| Registration Number: | 3342590 | NATURALLY CLEAR |
| Registration Number: | 3371757 | ROLLING CARD |
| Registration Number: | 3750937 | ROLLING SUPREME |
| Registration Number: | 3305989 | SIDEWINDER |
| Registration Number: | 2866896 | SKULLS |
| Registration Number: | 3255510 | SPANISH FLY |
| Registration Number: | 3900932 | SUPREME NOS |
| Registration Number: | 3267586 | TARU |
| Registration Number: | 3267629 | THE ART OF SMOKING |
| Registration Number: | 3054690 | THE BULLDOG |
| Registration Number: | 3223120 | THE ORIGINAL SPANISH FLAVORED PAPERS |
| Registration Number: | 2930624 | TRAIL BLAZERS |
| Registration Number: | 3264128 | TRIP |
| Registration Number: | 3243793 | TRIPLE DIP FLAVOR SYSTEM |
| Registration Number: | 3032007 | URBAN WRAPS |
| Registration Number: | 2695899 | USA FLAG |
| Registration Number: | 3108340 | WEIGHMETER |
| Registration Number: | 2545087 | ZEN |

CORRESPONDENCE DATA

Fax Number: 6022855100

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 602-285-5000

Email: eblabac@dickinsonwright.com

Correspondent Name: Frank G. Long

Address Line 1: 2901 N. Central Avenue, Suite 200

Address Line 4: Phoenix, ARIZONA 85012

| | |
|--------------------------------|----------------|
| ATTORNEY DOCKET NUMBER: | 058183-3 |
| NAME OF SUBMITTER: | Frank G. Long |
| SIGNATURE: | /frank g long/ |
| DATE SIGNED: | 03/24/2014 |

Total Attachments: 5

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TRADEMARK

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TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

| | |
|------------------------------|----------------------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---------------------------|----------|----------------|----------------------|
| BBK Tobacco & Foods, Inc. | | 08/02/2013 | CORPORATION: ARIZONA |

RECEIVING PARTY DATA

| | |
|------------------------|------------------------------------------------|
| Name: | BBK Tobacco & Foods, LLP |
| Street Address: | 3315 West Buckeye Road, #4 |
| City: | Phoenix |
| State/Country: | ARIZONA |
| Postal Code: | 85009 |
| Entity Type: | LIMITED LIABILITY LIMITED PARTNERSHIP: ARIZONA |

PROPERTY NUMBERS Total: 45

| Property Type | Number | Word Mark |
|----------------------|---------|----------------------------|
| Registration Number: | 2899588 | 101 |
| Registration Number: | 3621349 | ALLIED TOBACCO |
| Registration Number: | 3267653 | BLING |
| Registration Number: | 2778073 | BROWN SUGAR |
| Registration Number: | 2825318 | CHILLS |
| Registration Number: | 3274690 | CORLEONE |
| Registration Number: | 3407473 | CREDIT CARD ROLLING PAPERS |
| Registration Number: | 2970462 | DEATH TO THE COMPETITION |
| Registration Number: | 3220010 | DLX |
| Registration Number: | 3100119 | DOUBLE DUTCH |
| Registration Number: | 3471137 | ELEMENTS |
| Registration Number: | 3215893 | FIZZ |
| Registration Number: | 2567579 | HBI |
| Registration Number: | 3334841 | HBI |
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|----------------------|---------|--------------------------------------|
| Registration Number: | 3488717 | HOOCH |
| Registration Number: | 3111947 | IRIE |
| Registration Number: | 2992489 | JAY'S |
| Registration Number: | 2678289 | JUICY JAY'S |
| Registration Number: | 2874945 | KINGPIN |
| Registration Number: | 3263464 | KING SIZE SELECT |
| Registration Number: | 3338288 | KING SIZE SUPREME |
| Registration Number: | 3321944 | KLEAR |
| Registration Number: | 3364510 | KLEAR |
| Registration Number: | 3037877 | LARAMIE |
| Registration Number: | 3201270 | LIGHTER LASSO |
| Registration Number: | 3196882 | LUXE |
| Registration Number: | 3895811 | MATCHBOX SCALE M2 |
| Registration Number: | 3342590 | NATURALLY CLEAR |
| Registration Number: | 3371757 | ROLLING CARD |
| Registration Number: | 3750937 | ROLLING SUPREME |
| Registration Number: | 3305989 | SIDEWINDER |
| Registration Number: | 2866896 | SKULLS |
| Registration Number: | 3255510 | SPANISH FLY |
| Registration Number: | 3900932 | SUPREME NOS |
| Registration Number: | 3267586 | TARU |
| Registration Number: | 3267629 | THE ART OF SMOKING |
| Registration Number: | 3054690 | THE BULLDOG |
| Registration Number: | 3223120 | THE ORIGINAL SPANISH FLAVORED PAPERS |
| Registration Number: | 2930624 | TRAIL BLAZERS |
| Registration Number: | 3264128 | TRIP |
| Registration Number: | 3243793 | TRIPLE DIP FLAVOR SYSTEM |
| Registration Number: | 3032007 | URBAN WRAPS |
| Registration Number: | 2695899 | USA FLAG |
| Registration Number: | 3108340 | WEIGHMETER |
| Registration Number: | 2545087 | ZEN |

CORRESPONDENCE DATA

Fax Number: 8005682553

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 8004204372 Ext: 207
Email: legal@hbiin.com
Correspondent Name: Michael R. Sneberger
Address Line 1: 3315 West Buckeye Road, #4
Address Line 4: Phoenix, ARIZONA 85009

| | |
|--------------------|------------------------|
| NAME OF SUBMITTER: | Michael R. Sneberger |
| Signature: | /Michael R. Sneberger/ |
| Date: | 08/05/2013 |

Total Attachments: 2
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TRADEMARK ASSIGNMENT

This Assignment is made effective as of August 2, 2013, from BBK Tobacco & foods, Inc., an Arizona corporation (“ASSIGNOR”) to BBK Tobacco and Foods, LLP, and Arizona limited liability partnership (“ASSIGNEE”):

WHEREAS, ASSIGNOR is the owner of the following trademarks, bearing the listed Registration Numbers (the five Numbers in Bold signify registrations on the Supplemental Register) with the United States Patent and Trademark Office, together with the goodwill of the business symbolized thereby in connection with the goods on which the Marks are used (“the Products”).

| | |
|---------------------------------------------|---------------------------------------------------|
| 2899588 = 101 | 3037877 = LARAMIE |
| 3621349 = ALLIED TOBACCO | 3201270 = LIGHTER LASSO |
| 3267653 = BLING | 3196882 = LUXE |
| 2778073 = BROWN SUGAR | 3895811 = MATCHBOX SCALE M2 |
| 2825318 = CHILLS | 3342590 = NATURALLY CLEAR |
| 3274690 = CORLEONE | 3371757 = ROLLING CARD |
| 3407473 = CREDIT CARD ROLLING PAPERS | 3750937 = ROLLING SUPREME |
| 2970462 = DEATH TO THE COMPETITION | 3305989 = SIDEWINDER |
| 3220010 = DLX | 2866896 = SKULLS |
| 3100119 = DOUBLE DUTCH | 3255510 = SPANISH FLY |
| 3471137 = ELEMENTS | 3900932 = SUPREME NOS |
| 3215893 = FIZZ | 3267586 = TARU |
| 2567579 = HBI | 3267629 = THE ART OF SMOKING |
| 3334841 = HBI | 3054690 = THE BULLDOG |
| 3488717 = HOOCH | 3223120 = THE ORIGINAL SPANISH FLAVORED PAPERS |
| 3111947 = IRIE | 2930624 = TRAILBLAZER |
| 2992489 = JAY’S | 3264128 = TRIP |
| 2678289 = JUICY JAY’S | 3243793 = TRIPLE DIP FLAVOR SYSTEM |
| 2874945 = KINGPIN | 3032007 = URBAN WRAPS |
| 3263464 = KING SIZE SELECT | 2695899 = USA FLAG |
| 3338288 = KING SIZE SUPREME | 3108340 = WEIGHMETER |
| 3321944 = KLEAR | 2545087 = ZEN |
| 3364510 = KLEAR | |

WHEREAS, ASSIGNOR desires to convey, transfer, assign, deliver and contribute to ASSIGNEE all of its right, title, and interest in and to the Marks and the Products listed above.

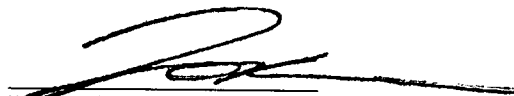
NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR hereby conveys, transfers, assigns, delivers and contributes to ASSIGNEE all of ASSIGNOR’S right, title, and interest in the Mark and the Product, together with (1) all common law rights in, to and under the Marks (2) all other rights to the Marks together with the goodwill of the business relating to the Product in respect upon which the Mark is used (3) all income, royalties and damages hereafter due or payable to ASSIGNOR with respect to the Mark, including without limitation, payments for past or future infringements and misappropriations of the Mark; and (4) all rights to sue for past, present and future infringements or misappropriations of the Mark.


ASSIGNOR further covenants that it will execute all documents, papers, forms and authorizations and take all other actions that may be necessary for securing, completing, or vesting in ASSIGNEE full right and title in the Mark and the Product.

IN WITNESS WHEREOF, ASSIGNOR, has executed and delivered this Assignment, as of the day and year first above written.

Assignor:
BBK Tobacco & Foods, Inc.

Assignee:
BBK Tobacco & Foods, LLP
By its General Partner:
BBK Tobacco & Foods Products, LLC


By: Joshua D. Kesselman, its President


By: Joshua D. Kesselman,
its Managing Member