

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM412345

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
TEN Media, LLC (d/b/a TEN Ag Tech Co.)		10/18/2016	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	YABC LLC		
Street Address:	1100 La Avenida Street, Building A		
City:	Mountain View		
State/Country:	CALIFORNIA		
Postal Code:	94043		
Entity Type:	Limited Liability Company: CALIFORNIA		
PROPERTY NUMBERS Total: 18			
Property Type	Number	Word Mark	
Serial Number:	86818616	C2F	
Registration Number:	3984495	CERTIFIED FRESH DATE	
Serial Number:	86818657	CONSUMER TO FARM	
Serial Number:	85857846	EGGVERTISING	
Registration Number:	3961661	EVERY EGG HAS ITS DAY!	
Serial Number:	87132790	HEN2HOME	
Serial Number:	86917401	JUST EXTRA ORDINARY	
Serial Number:	86820516	JUST ORDINARY	
Registration Number:	3981260	MY FRESH EGG	
Registration Number:	4790856	NATURALLY SMART	
Serial Number:	86560686	NATURALLY SMART	
Registration Number:	3980840	NEWMARKET IMPRESSIONS	
Serial Number:	86498588	SMART AND FRESH	
Registration Number:	4731760	TEN MEDIA	
Serial Number:	86818636	TRUE GRADE	
Serial Number:	86661517	TRUE GRADE	
Serial Number:	86818623	TEN AG TECH	
Serial Number:	86560702	TRUE GRADE	

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CORRESPONDENCE DATA**Fax Number:** 9494754754*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:** 949-451-3800**Email:** skann@gibsondunn.com**Correspondent Name:** Stephanie Kann**Address Line 1:** 3161 Michelson Drive**Address Line 2:** Gibson, Dunn & Crutcher LLP**Address Line 4:** Irvine, CALIFORNIA 92612**ATTORNEY DOCKET NUMBER:** 98673-00009**NAME OF SUBMITTER:** Stephanie Kann**SIGNATURE:** /stephanie kann/**DATE SIGNED:** 01/13/2017**Total Attachments: 9**

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AMENDED AND RESTATED TRADEMARK ASSIGNMENT AGREEMENT

WHEREAS, by resolution of the management committee of TEN Media, LLC (d/b/a TEN Ag Tech Co.) a Delaware Limited Liability Company ("**TEN Media**" or "**Assignor**"), TEN Media, in accordance with the assignment for benefit of creditor laws of the State of California, transferred ownership of all of its right, title and interest in and to all of its assets to YABC LLC, a California limited liability company ("**Assignee**"), and in so doing has also designated Assignee to act as the assignee for the benefit of creditors of TEN Media (the "**General Assignment**");

WHEREAS, pursuant to the terms of the General Assignment, all of Assignor's rights, title and interest in its assets have been assigned to the Assignee, including the Assignor's trademarks and related rights;

WHEREAS, pursuant to the General Assignment, Assignor and Assignee previously entered into a Trademark Assignment Agreement dated as of October 18, 2016 (the "**Original Agreement**");

WHEREAS, the Original Agreement had an incorrect schedule of trademarks attached thereto; and

WHEREAS, the Assignor and Assignee desire to terminate the Original Agreement and enter into this agreement in order correctly identify and memorialize the transfer of all of Assignor's right, title and interest in, to and under the trademarks, set forth on **Schedule A**.

NOW, THEREFORE, BE IT KNOWN, Assignor does hereby convey, assign, transfer, deliver and set over to Assignee, its successors and assigns, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, all right, title and interest in and to any and all trademark rights throughout the world, including any and all applications, registrations, and common law marks, together with the goodwill of the business associated with and symbolized by same, held by Assignor immediately prior to the consummation of the General Assignment, including those set forth in **Schedule A** hereto, together with all common law rights therein and the right to sue for past infringement of any and all of said trademarks.

AND, Assignor and Assignee agree that the Original Agreement is hereby terminated in all respects and of no further and effect and is superseded by this agreement.

[Signature page follows]

IN WITNESS WHEREOF, the Assignor and Assignee have caused this agreement to be signed by their duly authorized officers as of October 18, 2016.

TEN Media, LLC

By: 
Name: Jonathan R Phillips
Title: CEO

YABC LLC, in its sole and limited capacity as the assignee for the benefit of creditors of TEN Media, LLC


By: _____
Name: Michael A. Maily
Title: Manager

IN WITNESS WHEREOF, the Assignor and Assignee have caused this agreement to be signed by their duly authorized officers as of October 18, 2016.

TEN Media, LLC

By: _____
Name: _____
Title: _____

YABC LLC, in its sole and limited capacity as the assignee for the benefit of creditors of TEN Media, LLC




By:  _____
Name: Michael A. Mady
Title: Manager


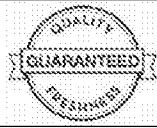


Schedule A

Trademarks


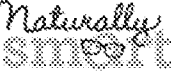
U.S. Federal and International Trademarks


	Country	Mark	Filing/Reg. Date	Serial/Reg. No.	Int'l Class	Owner	Status/Next Action
1.	Australia	SMART SHOPPER	Filing Date 8/10/2012 Reg. Date 8/10/2012	Appl. No. 1507691 Reg. No. 1507691	29, 31	TEN Media, LLC	Registered Renewal due 8/10/2022
2.	Australia	NATURALLY SMART	Filing Date 6/20/2012 Reg. Date 6/20/2012	Appl. No. 1497312 Reg. No. 1497312	29	TEN Media, LLC	Registered Renewal due 6/20/2022
3.	Brazil	NATURALLY SMART	Filing Date 9/28/2012	Appl. No. 905355245	29	TEN Media, LLC	Pending
4.	Brazil		Filing Date 9/24/2012	Appl. No. 905332245	29	TEN Media, LLC	Pending
5.	Canada		Filing Date 10/19/2010 Reg. Date 6/8/2012	Appl. No. 1500338 Reg. No. TMA825,956	40	TEN Media, LLC	Registered Renewal due 6/8/2027
6.	Canada	EVERY EGG HAS ITS DAY!	Filing Date 10/19/2010 Reg. Date 6/8/2012	Appl. No. 1500336 Reg. No. TMA825,957	40	TEN Media, LLC	Registered Renewal due 6/8/2027
7.	Canada	MY FRESH EGG	Filing Date 1/23/2012 Reg. Date 4/15/2014	Appl. No. 1560782 Reg. No. TMA875,824	35, 39	TEN Media, LLC	Registered Renewal due 4/15/2029
8.	Canada	NEWMARKET IMPRESSIONS	Filing Date 10/19/2010 Reg. Date 6/8/2012	Appl. No. 1500337 Reg. No. TMA825,958	40	TEN Media, LLC	Registered Renewal due 6/8/2027
9.	China		Filing Date 6/27/2011 Reg. Date 7/28/2012	Appl. No. 9645126 Reg. No. 9645126	40	Teng mei you xian ze ren gong si	Registered Renewal due 7/27/2022 Translation unclear
10.	China	NATURALLY SMART	Filing Date 6/21/2012 Reg. Date 11/7/2013	Appl. No. 11107172 Reg. No. 11107172	29	Teng mei you xian ze ren gong si	Registered Renewal due 11/6/2023
11.	China	TEN MEDIA	Filing Date 11/24/2011 Reg. Date 1/28/2013	Appl. No. 10227554 Reg. No. 10227554	40	Teng mei you xian ze ren gong si	Registered Renewal due 1/27/2023
12.	China	TRUE GRADE	Filing Date 8/10/2015 Reg. Date 9/28/2016	Appl. No. 17625972 Reg. No. 17625972	35	TEN Media, LLC	Registered Renewal due 9/27/2026

	Country	Mark	Filing/Reg. Date	Serial/Reg. No.	Int'l Class	Owner	Status/Next Action
13.	China	TRUE GRADE	Filing Date 8/10/2015 Reg. Date 9/28/2016	Appl. No. 17625973 Reg. No. 17625973	9	TEN Media, LLC	Registered Renewal due 9/27/2026
14.	European Community		Filing Date 3/28/2012 Reg. Date 9/10/2012	Appl. No. 10767631 Reg. No. 10767631	29, 35, 40	TEN Media, LLC	Registered Renewal due 3/28/2022
15.	European Community	FRESH SMART	Filing Date 6/25/2012 Reg. Date 3/25/2013	Appl. No. 10991016 Reg. No. 10991016	29, 35, 40	TEN Media, LLC	Registered Renewal due 6/25/2022
16.	European Community	MY FRESH EGG	Filing Date 3/28/2012 Reg. Date 9/10/2012	Appl. No. 10767671 Reg. No. 10767671	29, 35, 40	TEN Media, LLC	Registered Renewal due 3/28/2022
17.	European Community		Filing Date 3/29/2012 Reg. Date 9/10/2012	Appl. No. 10770253 Reg. No. 10770253	29, 35, 40	TEN Media, LLC	Registered Renewal due 3/29/2022
18.	European Community	NATURALLY SMART	Filing Date 3/28/2012 Reg. Date 9/10/2012	Appl. No. 10767481 Reg. No. 10767481	29, 35, 40	TEN Media, LLC	Registered Renewal due 3/28/2022
19.	European Community	NOW EVERY EGG HAS ITS DAY	Filing Date 3/28/2012 Reg. Date 9/10/2012	Appl. No. 10767507 Reg. No. 10767507	29, 35, 40	TEN Media, LLC	Registered Renewal due 3/28/2022
20.	European Community		Filing Date 3/28/2012 Reg. Date 7/3/2013	Appl. No. 10767606 Reg. No. 10767606	35, 40	TEN Media, LLC	Registered Renewal due 3/28/2022
21.	European Community	SMART FARM	Filing Date 6/25/2012 Reg. Date 3/25/2013	Appl. No. 10990992 Reg. No. 10990992	29, 35, 40	TEN Media, LLC	Registered Renewal due 6/25/2022
22.	European Community	SMART N FRESH	Filing Date 6/25/2012 Reg. Date 3/25/2013	Appl. No. 10990943 Reg. No. 10990943	29, 35, 40	TEN Media, LLC	Registered Renewal due 6/25/2022
23.	European Community	SMART SHOPPER	Filing Date 3/28/2012 Reg. Date 5/30/2013	Appl. No. 10767556 Reg. No. 10767556	40	TEN Media, LLC	Registered Renewal due 3/28/2022
24.	European Community	TEN MEDIA	Filing Date 3/28/2012 Reg. Date 9/10/2012	Appl. No. 10767648 Reg. No. 10767648	29, 35, 40	TEN Media, LLC	Registered Renewal due 3/28/2022
25.	European Community	THE EGG TRACER	Filing Date 3/28/2012 Reg. Date 12/20/2012	Appl. No. 10767572 Reg. No. 10767572	29, 35, 40	TEN Media, LLC	Registered Renewal due 3/28/2022
26.	Hong Kong	EVERY EGG HAS ITS	Filing Date	Appl. No.	40	TEN	Registered

	Country	Mark	Filing/Reg. Date	Serial/Reg. No.	Int'l Class	Owner	Status/Next Action
		DAY!	7/11/2011 Reg. Date 7/11/2011	301969705 Reg. No. 301969705		Media, LLC	Renewal due 7/10/2021
27.	Hong Kong	HEN2HOME	Filing Date 8/10/2015 Reg. Date 8/10/2015	Appl. No. 303500973 Reg. No. 303500973	29	TEN Media, LLC	Registered Renewal due 8/9/2025
28.	Hong Kong	MY FRESH EGG	Filing Date 1/27/2012 Reg. Date 1/27/2012	Appl. No. 302147599 Reg. No. 302147599	35	TEN Media, LLC	Registered Renewal due 1/26/2022
29.	Hong Kong	NATURALLY SMART	Filing Date 6/21/2012 Reg. Date 6/21/2012	Appl. No. 302290978 Reg. No. 302290978	29	TEN Media, LLC	Registered Renewal due 6/20/2022
30.	Hong Kong	SMART FARM	Filing Date 8/10/2015 Reg. Date 8/10/2015	Appl. No. 303500982 Reg. No. 303500982	29	TEN Media, LLC	Registered Renewal due 8/9/2025
31.	Hong Kong	TEN MEDIA	Filing Date 11/24/2011 Reg. Date 11/24/2011	Appl. No. 302096073 Reg. No. 302096073	40	TEN Media, LLC	Registered Renewal due 11/23/2021
32.	Hong Kong	TRUE GRADE	Filing Date 8/10/2015	Appl. No. 303500964	9, 35	TEN Media, LLC	Pending
33.	Hong Kong		Filing Date 6/27/2011 Reg. Date 6/27/2011	Appl. No. 301957375 Reg. No. 301957375	40	TEN Media, LLC	Registered Renewal due 6/26/2021
34.	Israel		Filing Date 9/23/2012	Appl. No. 249573	29	TEN Media, LLC	Pending
35.	Japan		Filing Date 9/24/2012 Reg. Date 1/18/2013	Appl. No. 2012-076813 Reg. No. 5550398	29	TEN Media, LLC	Registered Renewal due 1/18/2023
36.	Japan	SMART SHOPPER	Filing Date 8/10/2012 Reg. Date 12/7/2012	Appl. No. 2012-065208 Reg. No. 5542193	39, 31	TEN Media, LLC	Registered Renewal due 12/7/2022
37.	Mexico		Filing Date 1/24/2012 Reg. Date 6/15/2012	Appl. No. 1243625 Reg. No. 1291533	40	TEN Media, LLC	Registered Renewal due 1/24/2022
38.	Mexico	MY FRESH EGG	Filing Date 1/24/2012 Reg. Date 7/22/2013	Appl. No. 1243623 Reg. No. 1384257	35	TEN Media, LLC	Registered Renewal due 1/24/2022

	Country	Mark	Filing/Reg. Date	Serial/Reg. No.	Int'l Class	Owner	Status/Next Action
39.	Mexico	NATURALLY SMART	Filing Date 7/18/2012 Reg. Date 11/27/2012	Appl. No. 1292817 Reg. No. 1331580	40	TEN Media, LLC	Registered Renewal due 7/18/2022
40.	Mexico	NATURALLY SMART	Filing Date 3/26/2012 Reg. Date 7/15/2013	Appl. No. 1261049 Reg. No. 1382605	29	TEN Media, LLC	Registered Renewal due 3/26/2022
41.	Mexico	NOW EVERY EGG HAS ITS DAY.	Filing Date 3/23/2012 Reg. Date 8/23/2012	Appl. No. 1261051 Reg. No. 1305995	40	TEN Media, LLC	Registered Renewal due 3/23/2022
42.	Mexico	SMART FARM	Filing Date 6/18/2012 Reg. Date 10/14/2013	Appl. No. 1284044 Reg. No. 1403298	29	TEN Media, LLC	Registered Renewal due 6/18/2022
43.	Mexico	SMART N FRESH	Filing Date 6/15/2012 Reg. Date 10/14/2013	Appl. No. 1284053 Reg. No. 1403299	29	TEN Media, LLC	Registered Renewal due 6/15/2022
44.	Mexico	SMART SHOPPER	Filing Date 3/26/2012 Reg. Date 12/19/2012	Appl. No. 1261046 Reg. No. 1340978	29	TEN Media, LLC	Registered Renewal due 3/26/2022
45.	Mexico	SMART SHOPPER	Filing Date 9/12/2012 Reg. Date 10/3/2013	Appl. No. 1308168 Reg. No. 1402265	31	TEN Media, LLC	Registered Renewal due 9/12/2022
46.	Mexico	TEN MEDIA	Filing Date 1/24/2012 Reg. Date 6/25/2012	Appl. No. 1243621 Reg. No. 1293112	40	TEN Media, LLC	Registered Renewal due 1/24/2022
47.	Mexico	THE EGG TRACER	Filing Date 3/26/2012 Reg. Date 7/24/2013	Appl. No. 1261048 Reg. No. 1385171	35	TEN Media, LLC	Registered Renewal due 3/26/2022
48.	New Zealand	FRESH SMART	Filing Date 6/18/2012 Reg. Date 12/19/2012	Appl. No. 960644 Reg. No. 960644	29	TEN Media, LLC	Registered Renewal due 12/16/2021
49.	New Zealand	NATURALLY SMART	Filing Date 6/20/2012 Reg. Date 12/21/2012	Appl. No. 960816 Reg. No. 960816	29	TEN Media, LLC	Registered Renewal due 1/30/2022
50.	New Zealand	SMART FARM	Filing Date 6/18/2012 Reg. Date 12/19/2012	Appl. No. 960642 Reg. No. 960642	29	TEN Media, LLC	Registered Renewal due 12/16/2021
51.	New Zealand	SMART N FRESH	Filing Date 6/18/2012 Reg. Date 12/19/2012	Appl. No. 960641 Reg. No. 960641	29	TEN Media, LLC	Registered Renewal due 6/18/2022
52.	New Zealand	SMART SHOPPER	Filing Date 8/10/2012 Reg. Date 2/12/2013	Appl. No. 963506 Reg. No. 963506	29, 31	TEN Media, LLC	Registered Renewal due 2/16/2022

	Country	Mark	Filing/Reg. Date	Serial/Reg. No.	Int'l Class	Owner	Status/Next Action
53.	U.S.	C2F	Filing Date 11/12/2015	Serial No. 86/818,616	9, 35, 40, 42	TEN Media, LLC	Published
54.	U.S.		Filing Date 9/17/2010 Reg. Date 6/28/2011	Serial No. 85/132,128 Reg. No. 3,984,495	40	TEN Media, LLC	Registered Declaration of Use due 6/28/2017 Security Interest with The Yucaipa Companies LLC*
55.	U.S.	CONSUMER TO FARM	Filing Date 11/12/2015	Serial No. 86/818,657	9, 35, 40, 42	TEN Media, LLC	Published
56.	U.S.	EGGVERTISING	Filing Date 2/22/2013	Serial No. 85/857,846	40, 42	TEN Media, LLC	Allowed Statement of Use or Extension due 4/29/2017
57.	U.S.	Every Egg Has Its Day!	Filing Date 9/17/2010 Reg. Date 5/17/2011	Serial No. 85/132,390 Reg. No. 3,961,661	40	TEN Media, LLC	Registered Declaration of Use due 5/17/2017 Security Interest with The Yucaipa Companies LLC*
58.	U.S.	HEN2HOME	Filing Date 8/9/2016	Serial No. 87/132,790	29	TEN Media, LLC	Pending
59.	U.S.	JUST EXTRA ORDINARY	Filing Date 2/23/2016	Serial No. 86/917,401	29, 31	TEN Media, LLC	Pending
60.	U.S.	JUST ORDINARY	Filing Date 11/14/2015	Serial No. 86/820,516	29, 31	TEN Media, LLC	Pending
61.	U.S.	MY FRESH EGG	Filing Date 11/5/2010 Reg. Date 6/21/2011	Serial No. 85/170,210 Reg. No. 3,981,260	35	TEN Media, LLC	Registered Declaration of Use due 6/21/2017 Security Interest with The Yucaipa Companies LLC*
62.	U.S.	NATURALLY SMART	Filing Date 1/30/2012 Reg. Date 8/11/2015	Serial No. 85/528,899 Reg. No. 4,790,856	29	TEN Media, LLC	Registered Declaration of Use due 8/11/2021
63.	U.S.		Filing Date 3/11/2015	Serial No. 86/560,686	29	TEN Media, LLC	Suspended
64.	U.S.	NewMarket Impressions	Filing Date 9/16/2010 Reg. Date	Serial No. 85/131,541 Reg. No.	40	TEN Media, LLC	Registered Declaration of Use due

	Country	Mark	Filing/Reg. Date	Serial/Reg. No.	Int'l Class	Owner	Status/Next Action
			6/21/2011	3,980,840			6/21/2017 Security Interest with The Yucaipa Companies LLC*
65.	U.S.	SMART AND FRESH	Filing Date 1/8/2015	Serial No. 86/498,588	29	TEN Media, LLC	Allowed Statement of Use or Extension due 2/4/2017
66.	U.S.	TEN MEDIA	Filing Date 7/25/2011 Reg. Date 5/5/2015	Serial No. 85/380,131 Reg. No. 4,731,760	40	TEN Media, LLC	Registered Declaration of Use due 5/5/2021
67.	U.S.	TRUE GRADE	Filing Date 11/12/2015	Serial No. 86/818,636	42	TEN Media, LLC	Published
68.	U.S.	TRUE GRADE	Filing Date 6/12/2015	Serial No. 86/661,517	9, 35	TEN Media, LLC	Pending
69.	U.S.	TEN AG TECH	Filing Date 11/12/2015	Serial No. 86/818,623	9, 35, 40, 42	TEN Media, LLC	Published
70.	U.S.		Filing Date 3/11/2015	Serial No. 86/560,702	29	TEN Media, LLC	Pending

* Trademark Security Agreement executed 1/28/2014 and recorded 3/13/2015 from Ten Media, LLC as Assignor to The Yucaipa Companies LLC as Assignee (Reel 5477/Frame 0366).

U.S. State Trademarks – None.
U.S. Registered Copyrights – None.