

PATENT ASSIGNMENT

Electronic Version v1.1
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| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | Transfer Pursuant to Foreclosure |
| CONVEYING PARTY DATA | |
| Name | Execution Date |
| MooBella, Inc. | 11/13/2012 |
| RECEIVING PARTY DATA | |
| Name: | W. Health L.P. |
| Street Address: | Winterbotham Place, Marlborough & Queen Streets |
| Internal Address: | P.O. Box N-3026 |
| City: | Nassau |
| State/Country: | BAHAMAS |
| PROPERTY NUMBERS Total: 19 | |
| Property Type | Number |
| Patent Number: | 5868065 |
| Patent Number: | 6698228 |
| Patent Number: | 6745595 |
| Patent Number: | 6907741 |
| Patent Number: | 6941858 |
| Patent Number: | 6952928 |
| Patent Number: | 7052728 |
| Patent Number: | 7131279 |
| Patent Number: | 7640755 |
| Patent Number: | 7726136 |
| Patent Number: | 7908871 |
| Patent Number: | 7914199 |
| Patent Number: | 8220672 |
| Application Number: | 12229524 |
| Application Number: | 12712487 |

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| Application Number: | 12712508 |
| Application Number: | 12712525 |
| Application Number: | 12732314 |
| Application Number: | 12732351 |

CORRESPONDENCE DATA

Fax Number: 2024149299

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

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Correspondent Name: Stephen M. Hertzler, Reed Smith LLP

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| | |
|-------------------------|----------------|
| ATTORNEY DOCKET NUMBER: | MOOBELLA, INC. |
|-------------------------|----------------|

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|--------------------|---------------------|
| NAME OF SUBMITTER: | Stephen M. Hertzler |
|--------------------|---------------------|

Total Attachments: 6

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November 13, 2012

Via UPS Overnight

MooBella, Inc.
Attn: Bruce C. Ginsberg
555 Constitution Avenue
Taunton, MA 02780

Goulston & Storrs
Attn: Kitt Sawitsky, Esq.
400 Atlantic Avenue
Boston, MA 02110

USB Focus Fund IX, LLC
55 Old Bedford Road
Lincoln, MA 01773

To Whom it May Concern:

Reference is hereby made to that certain loan (the "Loan") made by the W. Health L.P. (the "Secured Party") to MooBella, Inc. (the "Debtor") pursuant to the terms of and evidenced by the following documents:

- that certain Secured Promissory Note, dated as of July 11, 2011, made by the Debtor to the Secured Party, which was amended and restated pursuant to that certain Amended and Restated Secured Promissory Note in the original principal amount of €1,750,000, dated as of January 27, 2012, and further amended pursuant to that certain Amendment to Amended and Restated Securities Purchase Agreement and Notes, dated as of June 15, 2012, and further amended by that certain Allonge to Amended and Restated Secured Promissory Note, dated as of August 29, 2012, pursuant to which, among other things, the principal amount was increased to €1,850,000 (as amended and restated, the "First Note").

- that certain Intellectual Property Security Agreement, dated as of July 1, 2011, by and between the Debtor and Secured Party, which was amended and restated pursuant to that certain Security Agreement, dated as of August 29, 2012, pursuant to which Debtor granted Secured Party a security interest in all of its assets, as more fully described in that certain Security Agreement (as amended, the "First Note Security Agreement").

- that certain Secured Promissory Note, dated as of February 8, 2012, made by the Debtor to the Secured Party, which was amended and restated pursuant to that certain Amended and Restated

Secured Promissory Note in the original principal amount of €900,000, dated as of June 15, 2012 (as amended and restated, the "Second Note").

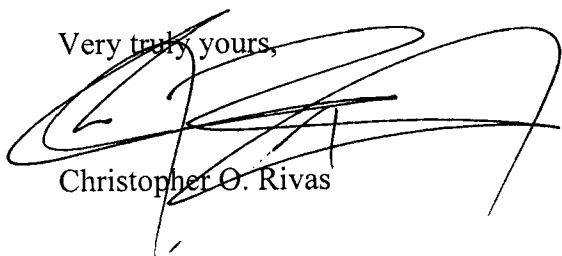
- that certain Intellectual Property Security Agreement, dated as of February 8, 2012 (the "Second Note IP Security Agreement"), by and between the Debtor and the Secured Party, and that certain Security Agreement dated as of February 8, 2012, by and between the Debtor and Secured Party (the "Second Note Equipment Security Agreement"), and together with the Second Note IP Security Agreement, the "Second Note Security Agreements").
- That certain Secured Promissory Note, dated as of June 15, 2012, made by the Debtor to the Secured Party in the original principal amount of €900,000, (the "Third Note").
- that certain Intellectual Property Security Agreement, dated as of June 15, 2012, by and between the Debtor and the Secured Party (the "Third Note IP Security Agreement"), and that certain Security Agreement dated as of June 15, 2012, by and between the Debtor and the Secured Party (the "Third Note Equipment Security Agreement"), and together with the Third Note IP Security Agreement, the "Third Note Security Agreements").
- Any other agreements and documents executed and delivered in connection with the foregoing (collectively with the First Note, First Note Security Agreement, the Second Note, Second Note Security Agreements, the Third Note and the Third Note Security Agreements, hereinafter referred to as the "Loan Documents").

The Debtor is in default under the Loan Documents. The outstanding balance due from the Debtor to the Secured Party as of November 9, 2012 is €3,650,000 in principal and €85,547.95 in interest (the "Debt").

The Secured Party shall accept that collateral described in Exhibit A hereto (the "Collateral"), in full satisfaction of the Debt due from the Debtor.

If you have any objection to Secured Party's proposal to accept the Collateral in full satisfaction of the Debt, you must send us a signed, written statement of your objection within twenty (20) days from the date of this letter. If we have not received a signed, written objection within that time period, you will be deemed to have consented to this proposal and will have no further right to object, and the Secured Party will retain the Collateral in full satisfaction of the Debt, as described in this letter.

Very truly yours,



Christopher O. Rivas

EXHIBIT A - COLLATERAL

1. All right, title and interest of MooBella Inc. (the "Company") in and to the following, but excluding the properties, assets and rights described in Section 4 below:
2. All of the present and future right, title and interest of the Company in and to the intellectual property set forth on Schedule 1 affixed hereto.
3. All of the present and future right title and interest of the Company in and to the machines and equipment described below in this paragraph 3, all located at: Unilever R&D Colworth; Sharnbrook; Bedford, MK44 1LQ; and all additions, upgrades, substitutions and replacements of any of the foregoing, together with all attachments, components, parts, equipment and accessories installed thereon or affixed thereto, and all proceeds of the foregoing and all accessions to, and replacements for, each of the foregoing.
 - (a) Foodservice Machine Serial # 05Moo01710
 - (b) Ice Cream Dispensing Equipment (prototype)
 - (c) Prototype Ice Cream Dispensing Machine
 - (d) Spare Air Compressor Unit
 - (e) Assorted Tools
 - (f) Scoop Forming Assembly
 - (g) Cup Lift Assembly
4. The Collateral excludes any assets, properties and rights, and any related liabilities, that are created by or arise from either of the following agreements: (a) the Exclusive Supply Agreement between the Company (as assignee of MooBella LLC) and Fluid Management, Inc. dated August 27, 2007, as amended and supplemented, and (b) a purported Business Resolution Agreement between the Company and Fluid Management, Inc. dated August 21, 2012 or thereabouts.

SCHEDULE 1 TO EXHIBIT A

| Patents | | | | | | | |
|---------|-------------------|-------------|-----------|----------------|------------|---|---|
| # | Appln. Serial No. | Filing Date | Pat. No. | Pub No. | Issue Date | Title | Applicant(s) |
| 1 | 11/333,829 | 1/17/2006 | N/A | 2007-0251260 | N/A | Systems and methods for dispensing product | James R. Baxter, Steven A. Lowe, Paul R. Kateman, Roderick H. Beaulieu, Jennie Kwo et al |
| 2 | 12/229,524 | 8/22/2008 | N/A | 2009-0120306 | N/A | Systems and methods of mixing and cooling food products | John M. DeCarlo, Madison H. Finlay, Steven P. Moysey, Paul R. Kateman et al |
| 3 | PCT/US08/10028 | 8/22/2008 | N/A | WO/2009/029233 | N/A | Systems and methods of mixing and cooling food products | John M. DeCarlo, Madison H. Finlay, Steven P. Moysey, Paul R. Kateman et al |
| 4 | AU2008293951 | 8/22/2008 | N/A | N/A | N/A | Systems and methods of mixing and cooling food products | Decarlo, John M.; Findley, Madison H.; Moysey, Steven P.; Pendergast, Sean A.; Kateman, Paul R. |
| 5 | CA2696332 | 8/22/2008 | N/A | N/A | N/A | Systems and methods of mixing and cooling food products | Decarlo, John M.; Findley, Madison H.; Moysey, Steven P.; Pendergast, Sean A.; Kateman, Paul R. |
| 6 | EP2008828532 | 8/22/2008 | N/A | EP2187761 | N/A | Systems and methods of mixing and cooling food products | Decarlo, John M.; Findley, Madison H.; Moysey, Steven P.; Pendergast, Sean A.; Kateman, Paul R. |
| 7 | CN20088112980 | 8/22/2008 | N/A | N/A | N/A | Systems and methods of mixing and cooling food products | Decarlo, John M.; Findley, Madison H.; Moysey, Steven P.; Pendergast, Sean A.; Kateman, Paul R. |
| 8 | 12/712,487 | 2/25/2010 | N/A | 2010-0239722 | N/A | APPARATUS AND METHOD OF REDUCING CARRY OVER IN FOOD PROCESSING SYSTEMS AND METHODS | Sean A. Pendergast, Steven Moysey, Patrick Mon |
| 9 | 12/712,508 | 2/25/2010 | N/A | 2010-0239723 | N/A | SYSTEM AND METHOD OF TEMPERATURE ADJUSTMENT AND CONTROL OF FOOD PROCESSING/DISPENSING SYSTEM OR APPARATUS | Sean A. Pendergast, Steven Moysey |
| 10 | 12/712,525 | 2/25/2010 | N/A | 2010-0239739 | N/A | APPARATUS AND METHOD FOR ENHANCING FOOD PRODUCT OVERRUN PRODUCED IN FOOD PROCESSING SYSTEM OR APPARATUS | Sean A. Pendergast, Steven Moysey |
| 11 | 12/732,314 | 3/26/2010 | N/A | 2010-0247712 | N/A | FOOD COMPOSITIONS COMPROMISING DRIED PROBIOTICS, METHODS OF MANUFACTURE AND USES THEREOF | Marvin J. Rudolph |
| 12 | 12/732,351 | 3/26/2010 | N/A | 2010-0247723 | N/A | N/A | Marvin J. Rudolph |
| 13 | 07/740,725 | 8/6/1991 | 5,292,030 | N/A | 3/8/1994 | METHOD AND APPARATUS FOR PRODUCING AND DISPENSING AERATED PRODUCTS | PAUL KATEMAN, MATTHEW K. HAGGERTY, CLAY A. BURNS |
| 14 | 08/154,747 | 11/18/1993 | 5,433,967 | N/A | 7/18/1995 | METHOD FOR PRODUCING AND DISPENSING AERATED OR BLENDED PRODUCTS | PAUL KATEMAN, MATTHEW K. HAGGERTY, CLAY A. BURNS |
| 15 | 08/208,023 | 3/8/1994 | 5,473,909 | N/A | 12/12/1995 | METHOD AND APPARATUS FOR PRODUCING AND DISPENSING AERATED OR BLENDED FLUID PRODUCTS | PAUL KATEMAN, MATTHEW K. HAGGERTY, CLAY A. BURNS |
| 16 | 08/308,665 | 9/19/1994 | 5,603,257 | N/A | 2/18/1997 | APPARATUS FOR PRODUCING AND DISPENSING AERATED OR BLENDED FLUID PRODUCTS | PAUL KATEMAN, MATTHEW K. HAGGERTY, CLAY A. BURNS |
| 17 | 08/577,836 | 12/22/1995 | 5,727,713 | N/A | 3/17/1998 | CLOSED DISPENSER PRODUCT SUPPLY UNIT | PAUL KATEMAN, MATTHEW K. HAGGERTY, JONATHAN B. KATEMAN, CLIFFORD S. LANSIL et al |
| 18 | 08/802,300 | 2/18/1997 | 5,758,571 | N/A | 6/2/1998 | METHOD AND APPARATUS FOR PRODUCING AND DISPENSING AERATED OR BLENDED FLUID PRODUCTS | PAUL KATEMAN, MATTHEW K. HAGGERTY, CLAY A. BURNS |
| 19 | 08/714,387 | 9/16/1996 | 5,868,065 | N/A | 2/9/1999 | APPARATUS FOR MANUFACTURING FROZEN CONFECTION | MATTHEW K. HAGGERTY, PAUL R. KATEMAN, CLIFFORD S. LANSIL, KEVIN OTTO et al |

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|----|------------------|------------|-----------|----------------|------------|--|---|
| 20 | 10/160,674 | 7/31/2002 | 6,698,228 | 2003-0085237 | 3/2/2004 | METHOD AND APPARATUS FOR PRODUCING AND DISPENSING AN AERATED AND/OR BLENDED FOOD PRODUCT | Paul Kateman, Charles S. Brunner |
| 21 | 10/431,777 | 5/7/2003 | 6,745,595 | N/A | 6/8/2004 | NON-STICK FREEZING SURFACE | Paul R. Kateman, Charles S. Brunner |
| 22 | 10/359,834 | 2/7/2003 | 6,907,741 | 2004-0154316 | 6/21/2005 | DYNAMIC PROCESS CONTROL | Paul R. Kateman |
| 23 | 10/228,439 | 8/27/2002 | 6,941,858 | 2004-0040449 | 9/13/2005 | EFFICIENT MANUFACTURE AND DISTRIBUTION OF CHILLED SOLID FOOD PRODUCTS | Paul R. Kateman |
| 24 | 10/726,815 | 12/3/2003 | 6,952,928 | 2004-0112078 | 10/11/2005 | METHOD FOR PRODUCING AND DISPENSING AN AERATED AND/OR BLENDED FOOD PRODUCT | Paul Kateman, Charles S. Brunner |
| 25 | 10/881,684 | 6/30/2004 | 7,052,728 | 2004-0250554 | 5/30/2006 | METHOD AND APPARATUS FOR DISPENSING A PRODUCT FROM A ROTARY SURFACE | Paul Kateman, Charles S. Brunner |
| 26 | 10/971,796 | 10/22/2004 | 7,131,279 | 2005-0198990 | 11/7/2006 | METHOD AND APPARATUS FOR PRODUCING AND DISPENSING AN AERATED AND/OR BLENDED FOOD PRODUCT | Paul Kateman, Charles S. Brunner |
| 27 | 11/157,463 | 6/20/2005 | 7,640,755 | N/A | 1/5/2010 | DYNAMIC PROCESS CONTROL | Paul R. Kateman |
| 28 | 11/140,624 | 5/27/2005 | 7,726,136 | 2006-0054614 | 6/1/2010 | SYSTEMS AND METHODS FOR DISPENSING PRODUCT | James R. Baxter, Steven A. Lowe, Paul R. Kateman, Charles S. Brunner, John M. DeCarlo et al |
| 29 | 12/490,072 | 6/23/2009 | 7,908,871 | 2010-0028501 | 3/22/2011 | SYSTEMS AND METHODS FOR DISPENSING PRODUCT | James R. Baxter, Steven A. Lowe, Paul R. Kateman, Jennie Kwo, Charles S. Brunner et al |
| 30 | 12/154,080 | 5/19/2008 | 7,914,199 | 2009-0117242 | 3/29/2011 | APPARATUS AND METHODS FOR FABRICATING A FROZEN FOOD PRODUCT | Paul R. Kateman, Richard Rosenberger |
| 31 | 12/229,523 | 8/22/2008 | 8,220,672 | 2009-0127297 | 7/17/2012 | FLUID DISPENSING APPARATUSES AND METHODS THEREOF | Christopher T. Zirps |
| 32 | PCT/US08/10018 | 8/22/2008 | N/A | WO/2009/029227 | N/A | FLUID DISPENSING APPARATUSES AND METHODS THEREOF | Christopher T. Zirps |
| 33 | AU2008293945 | 8/22/2008 | N/A | N/A | N/A | FLUID DISPENSING APPARATUSES AND METHODS THEREOF | Christopher T. Zirps |
| 34 | CA2696100 | 8/22/2008 | N/A | N/A | N/A | FLUID DISPENSING APPARATUSES AND METHODS THEREOF | Christopher T. Zirps |
| 35 | EP2008828239 | 8/22/2008 | EP2178786 | EP2178786 | 2/9/2011 | FLUID DISPENSING APPARATUSES AND METHODS THEREOF | Christopher T. Zirps |
| 36 | CNCN101959787 | 8/22/2008 | N/A | N/A | N/A | FLUID DISPENSING APPARATUSES AND METHODS THEREOF | Christopher T. Zirps |
| 37 | ATT20080828239 T | 8/22/2008 | N/A | N/A | N/A | FLUID DISPENSING APPARATUSES AND METHODS THEREOF | Christopher T. Zirps |
| 38 | PCT/US08/06436 | 5/20/2008 | N/A | WO/2008/144057 | N/A | APPARATUS AND METHODS FOR FABRICATING A FROZEN FOOD PRODUCT | KATEMAN, Paul, R.; ROSENBERGER, Richard |
| 39 | AU2008254422 | 5/20/2008 | N/A | N/A | N/A | APPARATUS AND METHODS FOR FABRICATING A FROZEN FOOD PRODUCT | KATEMAN, Paul, R.; ROSENBERGER, Richard |
| 40 | CA2688826 | 5/20/2008 | N/A | N/A | N/A | APPARATUS AND METHODS FOR FABRICATING A FROZEN FOOD PRODUCT | KATEMAN, Paul, R.; ROSENBERGER, Richard |
| 41 | EP2008767817 | 5/20/2008 | N/A | EP2170094 | N/A | APPARATUS AND METHODS FOR FABRICATING A FROZEN FOOD PRODUCT | KATEMAN, Paul, R.; ROSENBERGER, Richard |
| 42 | PCT/US10/000917 | 3/26/2010 | N/A | WO/2010/110915 | N/A | FOOD COMPOSITIONS COMPROMISING DRIED PROBIOTICS, METHODS OF MANUFACTURE AND USES THEREOF | RUDOLPH, Marvin, J. |
| 43 | CA2756042 | 3/26/2010 | N/A | N/A | N/A | FOOD COMPOSITIONS COMPROMISING DRIED PROBIOTICS, METHODS OF MANUFACTURE AND USES THEREOF | RUDOLPH, Marvin, J. |
| 44 | EP2010711953 | 3/26/2010 | N/A | EP2410867 | N/A | FOOD COMPOSITIONS COMPROMISING DRIED PROBIOTICS, METHODS OF MANUFACTURE AND USES THEREOF | RUDOLPH, Marvin, J. |
| 45 | PCT/US10/000924 | 3/26/2010 | N/A | WO/2010/110921 | N/A | FROZEN DESSERT COMPOSITIONS HAVING INCREASED OVERRUN PERCENTAGE | RUDOLPH, Marvin, J. |

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|----|---------------------|-----------|-----|--------------------|-----|---|--|
| 46 | CA2756154 | 3/26/2010 | N/A | N/A | N/A | FROZEN DESSERT COMPOSITIONS HAVING INCREASED OVERRUN PERCENTAGE | RUDOLPH, Marvin, J. |
| 47 | EP2010711954.7 | 3/26/2010 | N/A | EP2410866 | N/A | FROZEN DESSERT COMPOSITIONS HAVING INCREASED OVERRUN PERCENTAGE | RUDOLPH, Marvin, J. |
| 48 | PCT/US10/00055 3 | 2/25/2010 | N/A | WO/2010/09885 0 | N/A | APPARATUS AND METHOD OF REDUCING CARRY OVER IN FOOD PROCESSING SYSTEMS AND METHODS | Pendergast, Sean A. ; Moysey, Steven P. ; Mon, Patrick |
| 49 | AU2010218467 | 2/25/2010 | N/A | N/A | N/A | APPARATUS AND METHOD OF REDUCING CARRY OVER IN FOOD PROCESSING SYSTEMS AND METHODS | Pendergast, Sean A. ; Moysey, Steven P. ; Mon, Patrick |
| 50 | CA2749546 | 2/25/2010 | N/A | N/A | N/A | APPARATUS AND METHOD OF REDUCING CARRY OVER IN FOOD PROCESSING SYSTEMS AND METHODS | Pendergast, Sean A. ; Moysey, Steven P. ; Mon, Patrick |
| 51 | EP2010713736.6 | 2/25/2010 | N/A | EP2400856 | N/A | APPARATUS AND METHOD OF REDUCING CARRY OVER IN FOOD PROCESSING SYSTEMS AND METHODS | Pendergast, Sean A. ; Moysey, Steven P. ; Mon, Patrick |
| 52 | PCT/US10/00055 9 | 2/25/2010 | N/A | WO/2010/09885 5 | N/A | APPARATUS AND METHOD FOR ENHANCING FOOD PRODUCT OVERRUN PRODUCED IN FOOD PROCESSING SYSTEM OR APPARATUS | Pendergast, Sean A.; Moysey, Steven P. |
| 53 | AU2010218382 | 2/25/2010 | N/A | N/A | N/A | APPARATUS AND METHOD FOR ENHANCING FOOD PRODUCT OVERRUN PRODUCED IN FOOD PROCESSING SYSTEM OR APPARATUS | Pendergast, Sean A.; Moysey, Steven P. |
| 54 | CA2750173 | 2/25/2010 | N/A | N/A | N/A | APPARATUS AND METHOD FOR ENHANCING FOOD PRODUCT OVERRUN PRODUCED IN FOOD PROCESSING SYSTEM OR APPARATUS | Pendergast, Sean A.; Moysey, Steven P. |
| 55 | EP2010707993.1 | 2/25/2010 | N/A | EP2400855 | N/A | APPARATUS AND METHOD FOR ENHANCING FOOD PRODUCT OVERRUN PRODUCED IN FOOD PROCESSING SYSTEM OR APPARATUS | Pendergast, Sean A.; Moysey, Steven P. |
| 56 | PCT/US10/00055 4 | 2/25/2010 | N/A | WO/2010/09885 1 | N/A | SYSTEM AND METHOD OF TEMPERATURE ADJUSTMENT AND CONTROL OF FOOD PROCESSING/DISPENSING SYSTEM OR APPARATUS | Pendergast, Sean A.; Moysey, Steven P. |
| 57 | AU2010218468 | 2/25/2010 | N/A | N/A | N/A | SYSTEM AND METHOD OF TEMPERATURE ADJUSTMENT AND CONTROL OF FOOD PROCESSING/DISPENSING SYSTEM OR APPARATUS | Pendergast, Sean A.; Moysey, Steven P. |
| 58 | CA2749548 | 2/25/2010 | N/A | N/A | N/A | SYSTEM AND METHOD OF TEMPERATURE ADJUSTMENT AND CONTROL OF FOOD PROCESSING/DISPENSING SYSTEM OR APPARATUS | Pendergast, Sean A.; Moysey, Steven P. |
| 59 | EP2010709090.4 | 2/25/2010 | N/A | EP2401608 | N/A | SYSTEM AND METHOD OF TEMPERATURE ADJUSTMENT AND CONTROL OF FOOD PROCESSING/DISPENSING SYSTEM OR APPARATUS | Pendergast, Sean A.; Moysey, Steven P. |
| 60 | PCT/US06/00195 8 | 1/17/2006 | N/A | WO/2006/07673 3 | N/A | SYSTEMS AND METHODS FOR DISPENSING PRODUCT | BAXTER, James, R.; LOWE, Steven, A.; |

| TRADEMARKS | | | | | |
|------------|-----------------|-------------|--------|--------------------------------|------------|
| # | Serial/Reg. No. | Filing Date | Class | Mark | Reg. Date |
| 1 | 85/614,019 | 5/2/2012 | 7 | MIXI | N/A |
| 2 | 3,325,160 | 3/16/2004 | 25 | (DESIGN ONLY) QUICK. FRESH. | 10/30/2007 |
| 3 | 3,142,528 | 1/13/2003 | 11 | NOW. WOW! | 9/12/2006 |
| 4 | 3,068,551 | 3/14/2006 | 11 | MOOBELLA | 3/14/2006 |
| 5 | 3,068,550 | 10/22/2001 | 12 | (DESIGN ONLY) | 3/14/2006 |
| 6 | 3,009,075 | 10/22/2001 | 11; 30 | MOOBELLA | 10/25/2005 |
| 7 | 3,009,076 | 10/22/2001 | 11; 30 | MOOBELLA | 10/25/2005 |