

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS 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>
Simply Lite Foods Corp.		03/16/2009	CORPORATION:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Yupi North America LLC		
<b>Street Address:</b>	74 Mall Drive		
<b>City:</b>	Commack		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	11725		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY:		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	77504327	CUBBY BEARS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(516)228-8516		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Email:</b>	sbarrese@dilworthbarrese.com		
<b>Correspondent Name:</b>	Dilworth & Barrese, LLP.		
<b>Address Line 1:</b>	333 Earle Ovington Blvd.		
<b>Address Line 4:</b>	Uniondale, NEW YORK 11553		
<b>ATTORNEY DOCKET NUMBER:</b>	933-60		
<b>NAME OF SUBMITTER:</b>	Stephen R. Barrese		
<b>Signature:</b>	/srb/		
<b>Date:</b>	03/20/2009		

**CH \$40.00 77504327**

Total Attachments: 1

**900129813**

**TRADEMARK  
 REEL: 003956 FRAME: 0323**



**ASSIGNMENT OF TRADEMARK**

**WHEREAS** Simply Lite Foods Corp. ("Assignor") with an address of 74 Mall Drive Commack NEW YORK 11725, is the owner of certain rights, title and interest in and to pending U.S. trademark application Serial No. 77/504327 filed June 20, 2008 for the mark CUBBY BEARS;


**WHEREAS** Yupi North America LLC, a New York limited liability company, with an address of 74 Mall Drive Commack NEW YORK 11725, is desirous of acquiring said rights, title and interest in and to said mark and in and to said pending U.S. trademark application pending therefor;

**NOW, THEREFORE**, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign to Assignee all rights, title and interest in and to said mark, together with the goodwill of the business symbolized by the mark, and in and to said above-identified pending U.S. trademark application. The parties acknowledge and agree that the assignment of the above-identified trademark application (filed on the basis of intent-to-use) is in connection with the transfer of the ongoing and existing business to which the application pertains.

**IN WITNESS WHEREOF**, each party has caused this Assignment to be executed as of the date first written above by its duly authorized officer.

Dated: 3-16-09

By:

  
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Salvatore Asaro