

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM715399

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Trademark License Agreement Recordation		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
The J.M. Smucker Company		03/17/2022	Corporation: OHIO
RECEIVING PARTY DATA			
Name:	TruRoots, LLC f/k/a Smucker Natural Foods, Inc.		
Street Address:	117 Kendrick St.		
Internal Address:	Suite 300		
City:	Needham		
State/Country:	MASSACHUSETTS		
Postal Code:	02494		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	6267484	RADIANT ROSÉ	
Registration Number:	3260482	SANTA CRUZ	
Registration Number:	4221129	SANTA CRUZ ORGANIC	
Registration Number:	5333450	SANTA CRUZ ORGANIC	
Registration Number:	2092003	SANTA CRUZ ORGANIC	
CORRESPONDENCE DATA			
Fax Number:	3128622200		
<i>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.</i>			
Phone:	3128628738		
Email:	michelle.nowicki@kirkland.com		
Correspondent Name:	Michelle Nowicki		
Address Line 1:	300 N. LaSalle		
Address Line 2:	Kirkland & Ellis LLP		
Address Line 4:	Chicago, ILLINOIS 60654		
ATTORNEY DOCKET NUMBER:	26618-32		
NAME OF SUBMITTER:	Michelle Nowicki		
SIGNATURE:	/Michelle Nowicki/		
DATE SIGNED:	03/19/2022		

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Total Attachments: 7

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TRADEMARK LICENSE AGREEMENT RECORDATION

THIS TRADEMARK LICENSE AGREEMENT RECORDATION ("Recordation") is effective as of March 17, 2022 and entered into by and between The J.M. Smucker Company, an Ohio corporation ("Licensor") and TruRoots, LLC, a Delaware limited liability company (f/k/a Smucker Natural Foods, Inc.) ("Licensee"). Licensor and Licensee may each be referred to as a "Party" and together as the "Parties."

WHEREAS, Licensor is the exclusive owner of the entire right, title and interest, in and to the Licensed Trademarks (as defined below);

WHEREAS, the Parties are party to that certain Trademark License Agreement dated as of January 31, 2022 (as may be amended, supplemented, amended and restated or otherwise modified from time to time), whereby Licensor granted Licensee an exclusive license to use the Licensed Trademarks in connection with certain products; and

WHEREAS, the Parties desire to record the existence of such Trademark License Agreement with the United States Patent and Trademark Office.

NOW, THEREFORE, in consideration of the foregoing and in further consideration of the respective covenants and agreements set forth herein, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, and subject to all applicable terms and conditions of the Trademark License Agreement, which are incorporated herein by reference, the Parties agree as follows:

1. License Grant. Pursuant to the Trademark License Agreement, Licensor granted Licensee an exclusive license to use the trademarks "Santa Cruz," "Santa Cruz Organic" and "Radiant Rosé" and other trademarks described in the Trademark License Agreement (including, without limitation, the trademark registrations and applications listed on Schedule A attached hereto) (all of the foregoing trademarks, together with the goodwill associated therewith, collectively, the "Licensed Trademarks") in connection with the research, development, manufacturing, packaging, production, distribution, marketing, offering for sale and sale of certain products worldwide.
2. Further Assurances. Upon reasonable request of a Party, the other Party shall execute and deliver documents and provide such Party with cooperation and assistance to effectuate the terms of this Recordation.
3. Miscellaneous.
 - (a) The terms of this Recordation shall not modify the applicable terms and conditions of the Trademark License Agreement. In the event of any conflict or inconsistency between the terms of this Recordation and the Trademark License Agreement, the terms of the Trademark License Agreement shall control with respect to such conflict or inconsistency.
 - (b) This Recordation, including the validity hereof and the rights and obligations of the Parties hereunder shall be construed in accordance with and governed by the laws of the State of Delaware applicable to contracts made and to be executed entirely in such state (without giving effect to the conflicts of law provisions thereof).
 - (c) This Recordation may be executed in counterparts, each of which shall be deemed to be an original and all of which together shall be deemed to be one and the same instrument. Both

Recordation, including any document adopting any of the foregoing, may be executed by each Party electronically, via facsimile signature or by a digitally-generated signature which demonstrates the intent of the Party to be bound by the terms of this Recordation. (See, "Electronic Signature" as defined in the ESIGN Act, 15 U.S.C. §7001 et seq.). Both Parties agree that such manifestation of intent to be bound evidenced by a digitally-generated signature is equally valid and enforceable as a handwritten signature in order to bind each Party.

[Signatures appear on the following pages]

IN WITNESS WHEREOF, the Parties hereto have executed this Recordation as of the day and year first above written.

LICENSOR:

THE J.M. SMUCKER COMPANY

By: 

Name: Peter O. Foraly

Its: VP, ESG, Deputy General Counsel + Asst Secretary

LICENSEE:

TRUROOTS, LLC

By: _____

Name: _____

Its: _____

IN WITNESS WHEREOF, the Parties hereto have executed this Recordation as of the day and year first above written.

LICENSOR:

THE J.M. SMUCKER COMPANY

By: _____

Name: _____

Its: _____

LICENSEE:



TRUROOTS, LLC

By: _____ 


Name: Bobby Chacko

Its: _____

**Schedule A
Licensed Trademarks**

Country or Territory	Mark	Status/Filing Date/Reg. Date	Full Goods/Services	Owner
Canada	SANTA CRUZ ORGANIC AN: 2004597	Filed: January 3, 2020	Int'l Class 32: Non-alcoholic beverages; fruit drinks and fruit juices; fruit flavoured carbonated drinks; all the foregoing goods being organic.	The J. M. Smucker Company
China	SANTA CRUZ ORGANIC RN: 12345923 SN: 12345923	Registered Filed: March 29, 2013 Registered: July 28, 2016	Int'l Class 32: Soft fruit drinks	The J. M. Smucker Company
EUTM	SANTA CRUZ ORGANIC RN: 001087204 SN: 001087204	Registered Filed: Feb. 24, 1999 Registered July 12, 2000	Int'l Class 32: Non-alcoholic fruit drinks	The J. M. Smucker Company
Singapore	SANTA CRUZ ORGANIC (stylized and leaf design)  RN: 40201713276W SN: 40201713276W	Registered Filed: July 12, 2017 Registered: March 13, 2018	Int'l Class 29: Peanut butter, fruit spreads, apple sauce and flavored apple sauce Int'l Class 30: Peanut powder, chocolate syrup, chocolate topping and syrup topping Int'l Class 32: Non-alcoholic fruit drinks, fruit flavored carbonated drinks, fruit drinks and fruit juices	The J. M. Smucker Company
Taiwan	SANTA CRUZ ORGANIC (stylized and leaf design)  RN: 02087607 SN: 106042900	Registered Filed: July 12, 2017 Registered: Sept. 16, 2020	Int'l Class 29: Organic apricot jam; organic blackberry pomegranate jam; organic blueberry pomegranate jam; organic grape jam; organic mango jam; organic raspberry jam; organic apple jam; organic apple apricot sauce; organic apple cinnamon sauce; organic apple peach sauce; organic apple strawberry sauce; organic tropical fruit sauce; organic strawberry jam; organic peanut butter; organic chia seeds; organic cranberry jam Int'l Class 30: Organic chocolate syrup; organic mint chocolate syrup; organic peanut powder Int'l Class 32: Organic acai berry juice blend; organic apple juice; organic	The J. M. Smucker Company

Country or Territory	Mark	Status/Filing Date/Reg. Date	Full Goods/Services	Owner
			apricot mango juice; organic apricot juice; organic banana juice; organic beet juice; organic berry juice; organic blueberry juice; organic carrot ginger turmeric juice; organic carrot juice; organic carrot turmeric juice blend; organic cherry lemonade; organic grape juice from concentrate; organic cranberry blueberry juice; organic cranberry juice; organic cranberry pomegranate juice; organic cucumber lime agua fresca; organic fruit punch; organic ginger lemongrass lemonade; organic grape juice; organic hibiscus rosehip agua fresca; organic jalapeno limeade; organic just grapefruit juice; organic just pineapple juice; organic just pomegranate; organic just prune juice; organic lemon-flavored sports drink; organic lemon juice; organic lemonade; organic lemonade beverage; organic sparkling water; organic lime juice; organic limeade; organic mango lemonade; organic mango nectar; organic mango passion agua fresca; organic mixed berry sensible sipper; organic orange carrot juice; organic orange mango juice; organic peach lemonade; organic pear juice; organic pear nectar juice; organic pear sparkling water; organic pineapple mango lime mint agua fresca; organic raspberry lemonade; organic red tart cherry juice; organic sparkling earl grey rose hips lemonade; organic sparkling lemonade; organic strawberry basil lemonade; organic strawberry lime agua fresca; organic tomato juice; organic veggie juice; organic veggie low sodium juice; organic veggie spicy juice; organic white grape juice	
United Kingdom	SANTA CRUZ ORGANIC RN: UK00901087204 SN: UK00901087204	Registered Filed: Feb. 24, 1999 Registered: July 12, 2000	Int'l Class 32: Non-alcoholic fruit drinks	The J. M. Smucker Company
USA	RADIANT	Registered	Int'l Class 32: Carbonated non-	The J. M. Smucker

Country or Territory	Mark	Status/Filing Date/Reg. Date	Full Goods/Services	Owner
	ROSE RN: 6267484 SN: 88482107	Filed: June 20, 2019 Registered: Feb. 9, 2021	alcoholic drinks; non-alcoholic sparkling fruit juice beverages; non-alcoholic beverages, namely, carbonated beverages	Company
USA	SANTA CRUZ RN: 3260482 SN: 78842232	Registered Filed: March 21, 2006 Registered: July 10, 2007	Int'l Class 29: Peanut Butter; Apple sauce and flavored apple sauce Int'l Class: 30: Chocolate syrup, Chocolate topping and syrup topping	The J. M. Smucker Company
USA	SANTA CRUZ ORGANIC RN: 4221129 SN: 85531817	Registered Filed: February 2, 2012 Registered: October 9, 2012	Int'l Class 29: Organic peanut butter, apple sauce and flavored apple sauce Int'l Class 30: Organic chocolate syrup, chocolate topping and syrup topping	The J. M. Smucker Company
USA	SANTA CRUZ ORGANIC and Design  RN: 5333450 SN: 87299288	Registered Filed: January 12, 2017 Registered: November 14, 2017	Int'l Class 29: Peanut butter, peanut powder, fruit spreads, apple sauce and flavored apple sauce; all of the foregoing goods being organic Int'l Class 30: Chocolate syrup, chocolate topping and syrup topping; all of the foregoing goods being organic Int'l Class 32: Non-alcoholic fruit drinks; fruit flavored carbonated drinks; fruit drinks and fruit juices; all of the foregoing goods being organic	The J. M. Smucker Company
USA	SANTA CRUZ ORGANIC RN: 2092003 SN: 75021814	Registered Filed: November 20, 1995 Registered: August 26, 1997	Int'l Class 32: non-alcoholic fruit drinks	The J. M. Smucker Company