

BILL OF SALE  
AB MAURI FOOD INC.

This Bill of Sale is made as of the 31st day of December, 2016, by AB MAURI FOOD INC. ("Assignor"), to the ECONOMIC DEVELOPMENT GROWTH ENGINE INDUSTRIAL DEVELOPMENT BOARD OF THE CITY OF MEMPHIS AND COUNTY OF SHELBY, TENNESSEE, a public not-for-profit corporation of the State of Tennessee, with an office in Memphis, Tennessee ("Assignee").

WITNESSETH:

That Assignor, for valuable consideration, receipt of which is hereby acknowledged, does hereby sell, assign, and transfer unto Assignee, all right, title and interest in and to certain personal property described in Exhibit A attached hereto and currently located at 2743 Riverport Road, Memphis, Tennessee, or at other locations situated within Shelby County, Tennessee, and utilized by Lessee for its operations;


That Assignor does hereby avow itself to be the true and lawful owner of said property;

That Assignor has full power, good right, and lawful authority to dispose of said property in the manner aforesaid; and

That Assignor does warrant that said property is unencumbered, except as provided in Exhibit B attached hereto.

IN WITNESS WHEREOF, Assignor has caused this instrument to be executed by its duly qualified officers, to be effective as of the date first above written.

AB MAURI FOOD INC.

By:  \_\_\_\_\_

Title: CFO \_\_\_\_\_