

BILL OF SALE
(AB MAURI FOOD INC.)

This Bill of Sale is made as of the 31st day of December, 2018, by AB MAURI FOOD INC., a California corporation ("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, subject to any permitted encumbrances in Exhibit B;

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

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

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: Kelly Flammann
Name: KELLY FLAMMANN
Title: Asst. Treasurer

APPROVED 2.13.19

2018 Memphis Additions Calendar YTD XLSX

ASSET NUMBER	SUB	DESCRIPTION	Memphis Group Classification	DEPT	IN-SERVICE DATE	USEFUL LIFE	COST
5011003	000	MOLASSES RAIL UNLOAD FLOW MTR	Group 5	1770	20180115	1200	\$ 69,633.68
5011004	000	PKG 50# BAGGER UPGRADE	Group 5	1773	20180115	1200	\$ 36,118.15
5011005	000	PLANT WELL WATER BUFFER TANKS	Group 5	1785	20180215	1200	\$ 240,870.38
5011006	000	50 LB BAG LINE VIBRATORY HOPPR	Group 5	1773	20180415	1200	\$ 81,711.19
5011006	001	50 LB BAG LINE VIBRATORY HOPPR	Group 5	1773	20180415	1200	\$ 37,705.10
5011007	000	SEPARATOR HEAT EXCHANGE FRAME	Group 5	1770	20180615	1200	\$ 33,921.64
5011008	000	RVF VACUUM PUMP DRAIN LINE	Group 5	1773	20180615	1200	\$ 44,707.69
5011009	000	ACTIVIGRAPH UPGRADE	Group 5	1752	20180715	1000	\$ 21,707.45
5011010	000	WORT VALVE MATRIX REPLACEMENT	Group 5	1770	20180715	1200	\$ 365,544.08
5011011	000	REFURBISH NO.1 SEPARATOR BOWL	Group 5	1770	20180715	1200	\$ 71,735.48
5011013	001	KEY STATION REBUILD	Group 5	1770	20180915	1200	\$ (7,890.00)
5011013	000	KEY STATION REBUILD	Group 5	1770	20180815	1200	\$ 61,798.91
5011014	000	ELECT SUPPLY UPGRD MCC4	Group 5	1770	20180815	1200	\$ 18,158.60
5011015	000	NEW FERMENTER ALCOHOL PROBE	Group 5	1770	20180815	1200	\$ 16,454.52
5011017	000	REPLACE PROCESS HM1 WRKSTNS	Group 5	1770	20180815	500	\$ 15,002.43
							\$ 1,106,979.30
5011012	000	MAINT STORAGE BLDG	Group 6	1500	20180815	2000	\$ 129,172.00
5011016	000	FERM AREA FLOOR RPR	Group 6	1770	20180815	1200	\$ 19,500.00
							\$ 148,672.00

*Key Station Rebuild cost is the net of the two numbers - \$53,908.91 (\$61,798.91 - \$7,890.00 = \$53,908.91).

EXHIBIT B

PERMITTED ENCUMBRANCE

All matters of record that effect the Property and are recorded in the Shelby County Registers Office or the California Secretary of State's Office.