

California Berry Cultivars, LLC

Cultivar Sublicense

California commercial nurseries (“Nursery”) are licensed by California Berry Cultivars, LLC (“CBC”) to propagate, sell, and distribute Clones of Cultivars and related Intellectual Property (“IP”) to commercial strawberry growers, only for commercial fruit production. Sales by the Nursery are subject to that License, which includes the right to sublicense commercial growers to use the IP for commercial fruit production only.

The purchase of strawberry transplants (“Clones”) by a commercial strawberry grower is subject to the following terms and conditions.

1. Sublicense.

- a. Nursery may only sell Clones pursuant to this Cultivar Sublicense (“Sublicense”) in accordance with the Cultivar Agreement. Nursery may grant nonexclusive sublicenses in the Licensed Field in the Licensed Territory, without the right to further sublicense, solely to Commercial Growers (“Grower”) for a single season of Production pursuant to the License.
- b. Grower is aware that the Cultivars are subject to Patent and that said Patent reserves to the patent holder, CBC, a broad range of activities that CBC may restrict others from carrying out.
- c. Grower will not use the Clones for any other purpose except as provided for in this Sublicense. By the purchase of Clones, Grower recognizes and understands that it cannot, and will not;
 - i. further propagate the Clones, or use the Clones in any way to produce more identical Clones;
 - ii. sell, offer for sale, exchange, lease, donate or make available to any third party, any seeds, cuttings, buds, shoots, mutations or sports of any CBC Clones;
 - iii. sell, resell, trade or give away any of the Clones;
 - iv. crossbreed or modify any of the Clones, or otherwise perform any experimentation, research, or product development using the Clones;
 - v. use the Clones in violation of applicable any law, regulation, rule, or industry standard or guidance; and
 - vi. use the Clones, or any IP or Confidential Information of CBC, to develop, research, commercialize, market or sell products similar to or based on the Cultivar or Clones.
- d. No rights, licenses, or sublicenses are granted (expressly or by implication or estoppel) by CBC to Grower under any tangible or intellectual property, materials, patents, patent applications, plant variety protection certificates, trademarks, copyrights, trade secrets, know-how, technical information, data, rights of publicity, moral rights, or other proprietary right owned or controlled by CBC.