

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT6044110

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECOND LIEN SECURITY INTEREST IN PATENTS
CONVEYING PARTY DATA	
Name	Execution Date
PENFUND PARTNERS, INC.	04/01/2020
RECEIVING PARTY DATA	
Name:	GIVE AND GO PREPARED FOODS CORP. (F/K/A GG FOODS ACQUISITION CORPORATION)
Street Address:	666 BURRARD STREET
Internal Address:	SUITE 1700, PARK PLACE
City:	VANCOUVER V6C2X8
State/Country:	CANADA
PROPERTY NUMBERS Total: 6	
Property Type	Number
Patent Number:	9592951
Application Number:	14596445
Patent Number:	8403722
Patent Number:	D779934
Patent Number:	D771503
Patent Number:	D748992
CORRESPONDENCE DATA	
Fax Number:	(212)446-4900
<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>	
Email:	susan.zablocki@kirkland.com
Correspondent Name:	SUSAN ZABLOCKI
Address Line 1:	KIRKLAND & ELLIS LLP
Address Line 2:	601 LEXINGTON AVENUE
Address Line 4:	NEW YORK, NEW YORK 10022
ATTORNEY DOCKET NUMBER:	26202-9
NAME OF SUBMITTER:	SUSAN ZABLOCKI
SIGNATURE:	/susan zablocki/
DATE SIGNED:	04/02/2020

Total Attachments: 7

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RELEASE OF SECOND LIEN SECURITY INTEREST IN PATENTS

This RELEASE OF SECOND LIEN SECURITY INTEREST IN PATENTS (this “Release”), dated as of April 1, 2020 (the “Effective Date”), is made by PENFUND PARTNERS, INC., in its capacity as Collateral Agent (the “Agent”), in favor of the grantor party identified on the signature page hereto (the “Grantor”).

WHEREAS, pursuant to that certain Second Lien U.S. Pledge and Security Agreement, dated as of July 29, 2016, by and among the Agent, the Grantor and certain other parties thereto and the second lien Canadian Pledge and Security Agreement dated as of July 29, 2016, by and among the Agent, the Grantor and certain other parties thereto (as each have been amended, amended and restated, or otherwise modified from time to time, the “Security Agreements”) the Grantor granted to the Agent, a security interest in and to certain collateral;

WHEREAS, pursuant to the Security Agreements, the Grantor executed and delivered a Second Lien Patent Security Agreement, dated as of July 29, 2016 (the “Patent Security Agreement”), for recordal with the United States Patent and Trademark Office or the Canadian Intellectual Property Office;

WHEREAS, the Patent Security Agreement was recorded with the United States Patent and Trademark Office on July 29, 2016 at Reel/Frame 039508/0230;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Agent hereby agrees as follows:

1. Defined Terms. All capitalized terms used, but not otherwise defined herein, shall have the respective meanings ascribed in or otherwise referenced in the Security Agreements or the Patent Security Agreement, as applicable.

2. Release. The Agent, without representation or warranty of any kind, hereby releases, discharges, terminates and cancels all of its security interest in and to all right, title, or interest in or to the Patent Collateral, including the patents and patent applications set forth in Schedule I attached hereto, arising under the Security Agreements and the Patent Security Agreement. If and to the extent that the Agent has acquired any right, title or interest in and to the Patent Collateral, the Agent, without representation or warranty of any kind, hereby re-transfers, re-conveys and re-assigns such right, title or interest to the Grantor.


3. Termination. The Agent, without representation or warranty of any kind, terminates and cancels the Patent Security Agreement.

4. Further Assurances. The Agent agrees to take all further actions, and provide to the Grantor and its successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), reasonably requested by the Grantor, at the Grantor’s sole cost and expense, to more fully and effectively effectuate the purposes of this Release.

5. Governing Law. This Release shall be governed exclusively under the laws of the State of New York, without regard to conflicts of law or choice of law principles.

IN WITNESS WHEREOF, the Agent has caused this Release to be executed by its duly authorized representative as of the Effective Date:

PENFUND PARTNERS, INC., as Agent

By:  _____

Name: Adam Berlin

Title: Director

GRANTOR:

**GIVE AND GO PREPARED FOODS CORP.
(F/K/A GG FOODS ACQUISITION
CORPORATION**

By: _____

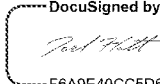
Name:

Title:

GRANTOR:

**GIVE AND GO PREPARED FOODS CORP.
(F/K/A GG FOODS ACQUISITION
CORPORATION)**

DocuSigned by:



By: _____

Name: Joel Flatt

Title: Chief Executive Officer

SCHEDULE I

to

RELEASE OF SECURITY INTEREST IN PATENTS

UNITED STATES PATENTS AND PATENT APPLICATIONS

JURISDICTION	DESCRIPTION	STATUS	CURRENT OWNER OF RECORD
U.S.	United States Patent Application for PACKAGING FOR DECORATED FOODSTUFFS (Cupcake container) Title: "CONTAINER FOR FOOD ITEMS"	Application filed on May 4, 2012 and assigned Application No. 13/464469. Patent No. 9592951	Give and Go Prepared Foods Corp.
U.S.	United States Design Patent Application for DECORATIVE CUPCAKE CONTAINER (6 pack container) Title: "RETAINER PROTRUSION FOR A CONTAINER FOR FOOD ITEMS"	Application filed on May 4, 2012 and assigned Application No. 29/420,143. Issued February 9, 2016. Patent No. D748992	Give and Go Prepared Foods Corp.
U.S.	United States Divisional Design Patent Application for DECORATIVE CUPCAKE CONTAINER (4 pack container) Title: CONTAINER FOR FOOD ITEMS	Application filed on September 11, 2015 and assigned Application No. 29/539,210. Awaiting receipt of Office Action. Patent No. D771503	Give and Go Prepared Foods Corp.
U.S.	United States Design Patent Application for SINGLE PACK CONTAINER (Single serve container) Title: SINGLE PACK CONTAINER	Application filed on October 31, 2013 and assigned Application No. 29/471,421. Issue fee due by November 6, 2015. Patent No. D779934	Give and Go Prepared Foods Corp.

JURISDICTION	DESCRIPTION	STATUS	CURRENT OWNER OF RECORD
U.S.	United States Patent Application for FOOD ASSEMBLY AND CONTAINER THEREFOR (Square cupcake container) Title: FOOD ASSEMBLY AND CONTAINER THEREFOR	Application filed January 14, 2015 and assigned Application No. 14/596,445. Abandoned 9/30/2016.	Give and Go Prepared Foods Corp.
U.S.	Raised tray with moulded canal Title: RAISED TRAY WITH MOULDED CANAL	Application filed May 14, 2010 and assigned Application No. 12780765. Patent No. 8403722	Give and Go Prepared Foods Corp.

CANADA PATENTS AND PATENT APPLICATIONS

JURISDICTION	DESCRIPTION	STATUS	CURRENT OWNER OF RECORD
Canada	Canadian Patent Application for PACKAGING FOR DECORATED FOODSTUFFS (Cupcake container) Title: "CONTAINER FOR FOOD ITEMS"	Application filed May 4, 2012. Application issued to CA Pat. 2776018. Deadline to pay maintenance fee due May 4, 2020. Patent expires May 4, 2032.	Give and Go Prepared Foods Corp.
Canada	Canadian Divisional Patent Application for PACKAGING FOR DECORATED FOODSTUFFS (Cupcake container) Title: "CONTAINER FOR FOOD ITEMS"	Application filed on November 3, 2014. Application issued to Patent No. 2870083. Deadline to pay maintenance fee due May 24, 2020. Patent expires November 3, 2034.	Give and Go Prepared Foods Corp.
Canada	Canadian Industrial Design Application for CONTAINER FOR FOOD ITEMS	Application filed on May 4, 2012. Application issued to Registration No. 145562. Design expires March 22, 2023.	Give and Go Prepared Foods Corp.
Canada	Canadian Industrial Design Application for CONTAINER FOR FOOD ITEMS	Application filed on April 5, 2013. Application issued to Registration No. 150555. Design expires April 17, 2024.	Give and Go Prepared Foods Corp.
Canada	Canadian Industrial Design Application for SINGLE PACK CONTAINER (Single serve container)	Application filed on October 31, 2013. Application issued to Registration No. 153708. Renewal fee due May 25, 2020. Design expires May 25, 2025.	Give and Go Prepared Foods Corp.

JURISDICTION	DESCRIPTION	STATUS	CURRENT OWNER OF RECORD
Canada	Canadian Divisional Industrial Design Application for SINGLE PACK CONTAINER (Single serve container)	Application filed on October 31, 2013. Application issued to Registration No. 158903. Renewal fee due May 25, 2020. Design expires May 25, 2025.	Give and Go Prepared Foods Corp.
Canada	Canadian Divisional Industrial Design Application for LID FOR A CONTAINER	Application filed on October 31, 2013. Application issued to Registration No. 158902. Renewal fee due May 25, 2020. Design expires May 25, 2025.	Give and Go Prepared Foods Corp.
Canada	Canadian Patent Application for FOOD ASSEMBLY AND CONTAINER THEREFOR (Square cupcake container)	Application filed January 14, 2015 and assigned Application No. 2877783.	Give and Go Prepared Foods Corp.
Canada	Raised tray with moulded canal	Application filed June 21, 2020 issued to Patent No. 2708748. Maintenance fee due June 22, 2020. Patent expires June 21, 2030.	Give and Go Prepared Foods Corp.
Canada	Canadian Industrial Design Registration for COOKIE	Application filed November 12, 2010 and issued to Registration No. 137927. Design expires August 5, 2021.	Give and Go Prepared Foods Corp.