

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|-----------------------|-------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | SECURITY INTEREST |

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|-----------------------------|----------|----------------|-----------------------|
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| FROZEN SPECIALTIES, INC. | | 12/19/2012 | CORPORATION: DELAWARE |

| | |
|-----------------------------|---|
| RECEIVING PARTY DATA | |
| Name: | TRIANGLE MEZZANINE FUND, LLLP |
| Street Address: | 3700 Glenwood Ave., Suite 530 |
| City: | Raleigh |
| State/Country: | NORTH CAROLINA |
| Postal Code: | 27612 |
| Entity Type: | LIMITED LIABILITY LIMITED PARTNERSHIP: NORTH CAROLINA |

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|----------------------------------|----------|----------------|
| PROPERTY NUMBERS Total: 2 | | |
| Property Type | Number | Word Mark |
| Registration Number: | 4246594 | SIMPLY FOR YOU |
| Serial Number: | 85549799 | MR. P'S |

| | |
|---|-------------------------------------|
| CORRESPONDENCE DATA | |
| Fax Number: | 9198216800 |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> | |
| Phone: | 919-821-1220 |
| Email: | gcollins@smithlaw.com |
| Correspondent Name: | Grace S. Collins |
| Address Line 1: | 150 Fayetteville Street, Suite 2300 |
| Address Line 4: | Raleigh, NORTH CAROLINA 27601 |

| | |
|-------------------------|----------------------|
| ATTORNEY DOCKET NUMBER: | 11874.38 |
| NAME OF SUBMITTER: | Grace S. Collins |
| Signature: | /s/ Grace S. Collins |

OP \$65.00 4246594

Date:

01/02/2013

Total Attachments: 4

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AMENDMENT TO TRADEMARK SECURITY AGREEMENT

This AMENDMENT TO TRADEMARK SECURITY AGREEMENT (this “**Amendment**”) dated as of December 19, 2012 is made by TRIANGLE MEZZANINE FUND, LLLP, in its capacity as collateral agent for the Lenders (“**Agent**”).

R E C I T A L S:

WHEREAS, FROZEN SPECIALTIES, INC., a Delaware corporation (“**Grantor**”), is indebted to Agent and Lenders pursuant to that certain Loan and Security Agreement dated as of July 30, 2009, as amended and restated by that certain Amended and Restated Loan and Security Agreement dated as of the date hereof (as further amended, restated or otherwise modified from time to time, the “**Credit Agreement**”);

WHEREAS, in connection with the Credit Agreement, Grantor and Agent entered into that certain Trademark Security Agreement dated as of July 30, 2009 and recorded on August 7, 2009 as Reel/Frame 4036/0753 with the U.S. Trademark Office;

WHEREAS, Grantor has provided Agent with notice that Grantor has obtained additional or new Trademarks; and

WHEREAS, pursuant to Section 5 of the Trademark Agreement, Grantor has authorized Agent to unilaterally amend the scheduled information with respect to additional Trademarks.

A G R E E M E N T S:

NOW, THEREFORE, Schedule I of the Trademark Agreement is hereby as the date hereof amended and restated in its entirety as set forth on the schedules hereto; provided, that no such amendment or restatement shall release or be deemed to release any security interest in any present or future Trademark Collateral granted to Agent and the Lenders pursuant to the Trademark Agreement.

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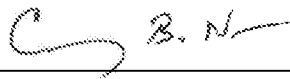
IN WITNESS WHEREOF, the undersigned has duly executed this Amendment as of the date first written above.

AGENT:

TRIANGLE MEZZANINE FUND, LLLP,
as Agent

By: New Triangle GP, LLC, its General Partner

By: Triangle Capital Corporation, its Manager

By:  _____

Name: Cary B. Nordan

Title: Managing Director

ACKNOWLEDGED AND AGREED:

GRANTOR:

FROZEN SPECIALTIES, INC.
a Delaware corporation

By: 

Name: Gary Swartzbeck

Title: Chief Financial Officer

Amendment To Trademark Security Agreement
Signature Page

TRADEMARK
REEL: 004933 FRAME: 0604

SCHEDULE I
to
TRADEMARK SECURITY AGREEMENT

| Trademark | Database | Application Number | Application Date | Registration Number | Registration Date |
|----------------|--------------|--------------------|------------------|---------------------|-------------------|
| FSI | U.S. Federal | 77126719 | 09-MAR-2007 | 3648066 | 30-JUN-2009 |
| DELI BITES | U.S. Federal | 76339027 | 16-NOV-2001 | 2821811 | 09-MAR-2004 |
| FSI | U.S. Federal | 75216608 | 20-DEC-1996 | 2116332 | 25-NOV-1997 |
| PIZZA FINGERS | U.S. Federal | 74460976 | 22-NOV-1993 | 1903731 | 04-JUL-1995 |
| CRAB BITES | U.S. Federal | 74271686 | 04-MAY-1992 | 1870710 | 27-DEC-1994 |
| EGG ROLL BITES | U.S. Federal | 74202602 | 12-SEP-1991 | 1720533 | 29-SEP-1992 |
| PIZZA BITES | U.S. Federal | 73815427 | 28-JUL-1989 | 1593255 | 24-APR-1990 |
| PIZZA BITES | U.S. Federal | 73366085 | 24-MAY-1982 | 1261356 | 13-DEC-1983 |
| FOX DE LUXE | U.S. Federal | 73126351 | 25-MAY-1977 | 1097642 | 25-JUL-1978 |
| MR. P'S | U.S. Federal | 72414946 | 08-FEB-1972 | 0965688 | 07-AUG-1973 |
| GW | U.S. Federal | 72043751 | 10-JAN-1958 | 0676421 | 31-MAR-1959 |
| SIMPLY FOR YOU | U.S. Federal | 85238023 | 09-FEB-2011 | 4246594 | 20-NOV-2012 |
| MR. P'S | U.S. Federal | 85549799 | 22-FEB-2012 | | |
| MR. P'S | Mexico | 329425 | 15-APR-1998 | 586451 | 31-AUG-1998 |
| SEÑOR P'S | Mexico | 725327 | 27-JUN-2005 | 917915 | 30-JAN-2006 |