

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Primo Products, LLC		11/10/2010
			LIMITED LIABILITY COMPANY: NORTH CAROLINA
RECEIVING PARTY DATA			
Name:	Wells Fargo Bank, N.A., as Administrative Agent		
Street Address:	301 South College Street		
Internal Address:	15th Floor		
City:	Charlotte		
State/Country:	NORTH CAROLINA		
Postal Code:	28288		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 2			
	Property Type	Number	Word Mark
	Serial Number:	76684866	INSTA-FRESH
	Registration Number:	3667300	OMNI FRIO BEVERAGE CREATIONS
CORRESPONDENCE DATA			
Fax Number:	(919)416-8328		
Phone:	9192868041		
Email:	pto_tmconfirmation@mvalaw.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Correspondent Name:	Moore & Van Allen PLLC		
Address Line 1:	430 Davis Drive		
Address Line 2:	Suite 500		
Address Line 4:	Morrisville, NORTH CAROLINA 27560		
ATTORNEY DOCKET NUMBER:	036075-009 JES		

OP \$65.00 76684866

NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/
Date:	03/20/2012
Total Attachments: 4 source=NGSI-T Primo#page1.tif source=NGSI-T Primo#page2.tif source=NGSI-T Primo#page3.tif source=NGSI-T Primo#page4.tif	

NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that (a) pursuant to the Security Agreement dated as of November 10, 2010 (as amended, modified, extended, restated, replaced, or supplemented from time to time, the "Security Agreement"), by and among the Obligor party thereto (each an "Obligor" and collectively, the "Obligors") and Wells Fargo Bank, N.A., as Administrative Agent (the "Administrative Agent") for the secured parties referenced therein (the "Secured Parties"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown on Schedule 1 attached hereto (the "Trademarks") to the Administrative Agent for the ratable benefit of the Secured Parties and (b) the undersigned hereby grants to the Administrative Agent, for the ratable benefit of the Secured Parties, a continuing security interest in, and a right to set off against, any and all right, title and interest of such Obligor in and to the Trademarks.

The Obligor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the Trademarks (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any Trademark.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

Very truly yours,

PRIMO PRODUCTS, LLC,  
a North Carolina limited liability company

By: Primo Water Corporation, Manager

By: Mark Castaneda  
Name: Mark Castaneda  
Title: CEO

Acknowledged and Accepted:

WELLS FARGO BANK, N.A.,  
as Administrative Agent

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Very truly yours,

PRIMO PRODUCTS, LLC,  
a North Carolina limited liability company

By: Primo Water Corporation, Manager

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

Name: \_\_\_\_\_

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

Acknowledged and Accepted:

WELLS FARGO BANK, N.A.,  
as Administrative Agent

By: Nancy S. Jones  
Name: Nancy S. Jones  
Title: SVP

Schedule 1

Primo Products, LLC  
(North Carolina LLC)

U.S. Trademarks

Registered Mark

Mark	Registration No.	Registration Date
OMNIFRIO BEVERAGE CREATIONS	3667300	08/11/09

Pending Application

Mark	Application No.	Filing Date
INSTA-FRESH	76684866	12/12/07

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