

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM352269

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|--------------------------------------|------------------------|------------------------|--------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | SECURITY INTEREST | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| General Electric Capital Corporation | | 08/21/2015 | CORPORATION: |
| RECEIVING PARTY DATA | | | |
| Name: | Antares Capital LP | | |
| Street Address: | 500 West Monroe Street | | |
| City: | Chicago | | |
| State/Country: | ILLINOIS | | |
| Postal Code: | 60661 | | |
| Entity Type: | CORPORATION: ILLINOIS | | |
| PROPERTY NUMBERS Total: 16 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 3675559 | BENCHMARK | |
| Registration Number: | 4006546 | BONNE CHERE SINCE 1961 | |
| Registration Number: | 1689621 | CHEF ANTONIO | |
| Registration Number: | 3895292 | GROCER'S GARDEN | |
| Registration Number: | 2517683 | GROCER'S GARDEN | |
| Registration Number: | 1704331 | GROCER'S GARDEN | |
| Registration Number: | 2223540 | PIZZA PRESTO! | |
| Registration Number: | 2972895 | RICHELIEU | |
| Registration Number: | 1781586 | RICHELIEU | |
| Registration Number: | 526735 | RICHELIEU | |
| Registration Number: | 4223109 | RAVEENA'S PIZZA | |
| Serial Number: | 86024577 | CHEF FILIPO | |
| Serial Number: | 86024568 | RICHELIEU | |
| Serial Number: | 86024560 | BERGAMO | |
| Serial Number: | 85380095 | SWEETACRE FARMS | |
| Serial Number: | 85411687 | CHEF FILIPO | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | | | |

OP \$415.00 3675559

TRADEMARK

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.

Email: ssexton@kslaw.com
Correspondent Name: King & Spalding
Address Line 1: 1180 Peachtree Street NE
Address Line 4: Atlanta, GEORGIA 30309

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| ATTORNEY DOCKET NUMBER: | 09636.015105 |
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| NAME OF SUBMITTER: | Sally Sexton |
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| SIGNATURE: | /sallysexton/ |
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| DATE SIGNED: | 08/21/2015 |
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Total Attachments: 6

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**ASSIGNMENT OF INTELLECTUAL PROPERTY
SECURITY AGREEMENT**

This **ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENT** (this “Assignment”), dated as of August 21, 2015, is by **GENERAL ELECTRIC CAPITAL CORPORATION** (individually, “**GECC**”), acting in its capacity as the current and resigning administrative agent (in such capacity, the “**Retiring Agent**”) and **ANTARES CAPITAL LP**, a Delaware limited partnership (individually, “**Antares**”), acting in its capacity as the successor administrative agent (in such capacity, the “**Successor Agent**”).

RECITALS:

WHEREAS, Richelieu Foods, Inc., as “Grantor”, and Retiring Agent are parties to those certain intellectual property security agreements identified in Exhibit A attached hereto (as the same have been and may hereafter be amended, restated, supplemented or otherwise modified from time to time, collectively, the “**Agreements**”) covering certain intellectual property set forth on Exhibit B attached hereto; and

WHEREAS, pursuant to that certain Omnibus Agency Transfer Agreement by and among GECC, as the Retiring Agent, and Antares, as Successor Agent, Retiring Agent has assigned to Successor Agent all of its rights, remedies, duties and other obligations under, among other documents, the Agreements, in each instance, in its capacity as administrative agent and, if applicable, collateral agent.

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Retiring Agent hereby assigns and transfers to Successor Agent and its successors and assigns, all of its rights, title and interest in and to the Agreements.

This Assignment may be executed in any number of counterparts, each of which when so executed shall be deemed an original and all of which taken together shall constitute one and the same instrument.

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IN WITNESS WHEREOF, Retiring Agent and Successor Collateral Agent have caused this Assignment to be duly executed as of the date first above written.

RETIRING AGENT:

**GENERAL ELECTRIC CAPITAL
CORPORATION**

By: 
Name: Sobia Khaliq
Its: Duly Authorized Signatory

SUCCESSOR AGENT:

ANTARES CAPITAL LP




By: 
Name: Sobia Khaliq
Title: Duly Authorized Signatory

EXHIBIT A

Trademark Security Agreement dated as of November 21, 2014 and filed with the United States Patent and Trademark Office on November 26, 2014 at Reel 5409, Frame 0167.

EXHIBIT B

| Mark (Jurisdiction) | Serial No. Reg. No. | Filed Issued | Goods / Services with Class |
|---|------------------------|--------------------------------------|--|
| BENCHMARK (U.S. Federal) | 77-582853 3675559 | Oct. 1, 2008 Sep. 1, 2009 | Barbeque sauce in Class 30 |
| BONNE CHERE SINCE 1961 and Design (U.S. Federal)  | 77-602690 4006546 | Oct. 29, 2008 Aug. 2, 2011 | Salsa, salad dressings, barbeque sauce, pancake syrup, tartar sauce, mayonnaise, cocktail sauce in Class 30 |
| CHEF ANTONIO (U.S. Federal) | 74-044256 1689621 | Mar. 29, 1990 May 26, 1992 | Frozen pizza in Class 30 |
| GROCER'S GARDEN (U.S. Federal) | 77-907616 3895292 | Jan. 8, 2010 Dec. 21, 2010 | Barbecue sauce in Class 30 |
| GROCER'S GARDEN (U.S. Federal) | 75-315228 2517683 | Jun. 26, 1997 Dec. 11, 2001 | Marinades; ham glazes; vinaigrette; mayonnaise, salsas, picante sauce; sauces, namely, teriyaki sauces, seafood sauces, tomato sauces, cocktail sauces, tartar sauces in Class 30 |
| GROCER'S GARDEN (U.S. Federal) | 74-087973 1704331 | Aug. 14, 1990 Jul. 28, 1992 | Salad dressings; dairy- based, non dairy-based, and oil based toppings used for fresh fruits and vegetables in Class 29 |
| PIZZA PRESTO! (U.S. Federal) | 75-173379 2223540 | Sep. 27, 1996 Feb. 16, 1999 | Pizza in Class 30 |

| Mark (Jurisdiction) | Serial No. Reg. No. | Filed Issued | Goods / Services with Class |
|---|------------------------|--------------------------------------|--|
| RICHELIEU (U.S. Federal) | 78-189464 2972895 | Nov. 27, 2002 Jul. 19,2 005 | Salads except macaroni, rice and pasta salad; dips; applesauce; cheese spreads; prepared meals and entrees consisting primarily of meat, fish, poultry or vegetables; canned fruits; canned cut or sliced vegetables in Class 29 Pizza; pizza crust; bread sticks; marinades; salsa; salad dressings; macaroni salads; pasta salads; rice salads; noodle salads; prepared meals and prepared entrees consisting primarily of pasta or rice; puddings; sauces in Class 30 |
| RICHELIEU (U.S. Federal) | 74-202127 1781586 | Sep. 9, 1991 Jul. 13, 1993 | canned vegetables, canned fruits, jellies, fruit preserves, pickles, processed olives, chili sauce, canned chili con carne, canned fish and shell fish, processed mushrooms, fruit based filling for cakes and pies in Class 29 pickle relishes, vinegar, tomato sauce, tomato catsup, cocktail sauce and spaghetti sauce in Class 30 canned fruit juices and nectars for food purposes in Class 32 |
| RICHELIEU (stylized) (U.S. Federal)  | 71-500952 526735 | Nov. 7, 1947 Jun. 27, 1950 | canned vegetables, canned fruits, olives, vinegar, tomato sauce, tomato catsup, canned fruit juices canned fish in Classes 1, 5, 29, 30, 31, and 32 |
| CHEF FILIPO (U.S. Federal) | 86-024577 | Jul 31, 2013 | Pizza sauce in Class 46 |

| Mark (Jurisdiction) | Serial No. Reg. No. | Filed Issued | Goods / Services with Class |
|-----------------------------------|------------------------|-----------------|---|
| RICHELIEU (U.S. Federal) | 86-024568 | Jul 31, 2013 | Canned vegetables, canned fruits, jellies, fruit preserves, pickles, processed olives, canned chili con carne, canned fish and shell fish, processed mushrooms, fruit based filling for cakes and pies Pickle relishes, vinegar, tomato sauce, tomato catsup, chili sauce, cocktail sauce and spaghetti sauce Canned fruit juices and nectars for food purposes in Classes 45, 46, and 48 |
| BERGAMO (U.S. Federal) | 86-024560 | Jul 31, 2013 | Pizza sauce in Class 46 |
| SWEETACRE FARMS (U.S. Federal) | 85-380095 | Jul 25, 2011 | Salsas; marinades; salad dressings; barbeque sauce; mayonnaise in Class 46 |
| CHEF FILIPO (U.S. Federal) | 85-411687 | Aug 31, 2011 | Pizza in Class 46 |
| RAVEEN'S PIZZA (U.S. Federal) | 85-414154 4223109 | Dec 20, 2011 | Pizza in Class 46 |