

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM495448

| | | | |
|-----------------------------------|--|--------------------------------|--|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | GRANT OF A SECURITY INTEREST - TRADEMARKS | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Signature Brands, LLC | | 10/25/2018 | Limited Liability Company: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Cerberus Business Finance Agency, LLC, as collateral agent | | |
| Street Address: | 875 Third Avenue | | |
| City: | New York | | |
| State/Country: | NEW YORK | | |
| Postal Code: | 10022 | | |
| Entity Type: | Limited Liability Company: DELAWARE | | |
| PROPERTY NUMBERS Total: 36 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 4982857 | AMERICA'S FAVORITE | |
| Registration Number: | 2310954 | BARE BONES | |
| Registration Number: | 1089010 | CAKE MATE | |
| Registration Number: | 4469727 | CAKE MATE | |
| Registration Number: | 2505430 | CAKE MATE SPECIAL TOUCH | |
| Registration Number: | 0666075 | CAKE-MATE | |
| Serial Number: | 86784573 | CELEBRATE IN STYLE | |
| Registration Number: | 2716515 | COLOR SNAPS | |
| Registration Number: | 4218420 | DYE WORKS | |
| Serial Number: | 86784559 | EASY EXPERT | |
| Registration Number: | 2867871 | EASY WRITER | |
| Registration Number: | 1292833 | EGG AROUNDS | |
| Registration Number: | 5287703 | EGGMOJI | |
| Registration Number: | 0891323 | FESTIVE FIXINGS | |
| Registration Number: | 5096874 | GIFTPOP | |
| Serial Number: | 87878889 | GRIM REAPER | |
| Registration Number: | 4562925 | MAKE MOMENTS WORTH CELEBRATING | |
| Registration Number: | 3400164 | MARBLE MIX'INS | |
| Registration Number: | 5419121 | MASTER YOUR PUMPKIN | |
| TRADEMARK | | | |

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| Property Type | Number | Word Mark |
|----------------------|----------|---------------------------------|
| Registration Number: | 1879719 | MELON LIGHTS FOR SUMMER NIGHTS! |
| Registration Number: | 4864616 | MELON MASTERS |
| Serial Number: | 87788321 | NATURE'S PALETTE |
| Registration Number: | 4351317 | NO FADE |
| Registration Number: | 1742125 | PAAS |
| Registration Number: | 1183731 | PAAS |
| Registration Number: | 2411167 | PAAS GRIP'N DIP |
| Registration Number: | 1977658 | PARLOR PERFECT |
| Registration Number: | 3088709 | PUMPKIN MASTERS |
| Registration Number: | 3119199 | PUMPKIN MASTERS |
| Registration Number: | 3279322 | PUMPKIN MASTERS |
| Registration Number: | 2987593 | PUMPKIN MASTERS |
| Registration Number: | 1912503 | PUMPKIN MASTERS |
| Registration Number: | 2208235 | SB SIGNATURE BRANDS LLC |
| Registration Number: | 2212354 | SB SIGNATURE BRANDS LLC |
| Registration Number: | 4562923 | SIMPLY CREATE |
| Serial Number: | 87413329 | STICK'EMS |

CORRESPONDENCE DATA

Fax Number: 2125935955

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.

Phone: 212-756-2132

Email: scott.kareff@srz.com

Correspondent Name: S. Kareff c/o Schulte Roth & Zabel LLP

Address Line 1: 919 Third Avenue

Address Line 2: 19th Floor

Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER: 014951-1817

NAME OF SUBMITTER: Scott Kareff (014951-1817)

SIGNATURE: /kc for sk/

DATE SIGNED: 10/25/2018

Total Attachments: 8

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GRANT OF A SECURITY INTEREST –TRADEMARKS

This Trademark Security Agreement (this "Trademark Security Agreement") is made as of October 25, 2018, by Signature Brands, LLC ("Grantor"), in favor of Cerberus Business Finance Agency, LLC, in its capacity as collateral agent for itself and the other Secured Parties (together with its successors and assigns in such capacity, "Grantee").

WHEREAS, the Grantor has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the attached Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Grantor has entered into a Pledge and Security Agreement, dated October 25, 2018 (as amended, restated, supplemented, modified or otherwise changed from time to time, the "Security Agreement"), in favor of Grantee; and

WHEREAS, pursuant to the Security Agreement, the Grantor has assigned to the Grantee and granted to the Grantee for the benefit of the Secured Parties (as defined in the Security Agreement), a continuing security interest in all right, title and interest of the Grantor in, to and under the Trademarks, together with, among other things, the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations (as defined in the Security Agreement).

NOW, THEREFORE, as collateral security for the payment, performance and observance of all of the Secured Obligations, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantor does hereby pledge, convey, sell, assign, transfer and set over unto the Grantee and grants to the Grantee for the benefit of the Grantee and Secured Parties, a continuing security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

All capitalized terms used but not otherwise defined herein have the meanings given to them in the Security Agreement.

The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Grantee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

This Trademark Security Agreement may be executed in any number of counterparts and by different parties in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement. Delivery of an executed counterpart by facsimile or electronic mail shall be equally effective as delivery of an original executed counterpart.

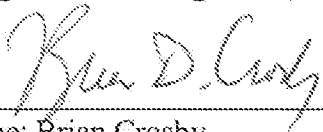
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IN WITNESS WHEREOF, the Grantor has caused this Trademark Security Agreement to be duly executed by its officer thereunto duly authorized as of the date first set forth above.

SIGNATURE BRANDS, LLC

By: TC Signature Purchaser LLC, its manager

By: TC Signature Holdings LLC, its sole member

By: 
Name: Brian Crosby
Title: President and Chief Executive Officer

SCHEDULE A TO GRANT OF A SECURITY INTEREST

*An asterisk is used to indicate registered intellectual property that Grantor acquired upon the dissolution of Pumpkin Masters LLC in 2007, but with respect to which public record has not yet been updated to reflect Grantor as the owner.

United States




| Trademark | Status | Current Owner | Appl. No. | Appl. Date | Reg. No. | Reg. Date |
|---|---|------------------------|-----------|-------------|----------|-------------|
| AMERICAN FAVORITE AMERICA'S FAVORITE | Registered Section 2(F) | SIGNATURE BRANDS LLC | 86798904 | 26-OCT-2015 | 4982857 | 21-JUN-2016 |
|  BARE BONES | Renewed (Registered) | SIGNATURE BRANDS, LLC* | 75532675 | 07-AUG-1998 | 2310954 | 25-JAN-2000 |
| CAKE MATE | Renewed (Registered) | SIGNATURE BRANDS, LLC | 73122033 | 08-APR-1977 | 1089010 | 11-APR-1978 |
|  CAKE MATE | Registered | SIGNATURE BRANDS, LLC | 85939122 | 22-MAY-2013 | 4469727 | 21-JAN-2014 |
| CAKE MATE SPECIAL TOUCH | Renewed | SIGNATURE BRANDS LLC | 75878017 | 22-DEC-1999 | 2505430 | 06-NOV-2001 |
| CAKE-MATE | Renewed (Registered) | SIGNATURE BRANDS, LLC | 72026670 | 22-MAR-1957 | 666075 | 19-AUG-1958 |
| CELEBRATE IN STYLE CELEBRATE IN STYLE | Published (Pending) Intent to Use | SIGNATURE BRANDS LLC | 86784573 | 12-OCT-2015 | | |
| COLOR SNAPS | Renewed (Registered) | SIGNATURE BRANDS LLC | 76370290 | 13-FEB-2002 | 2716515 | 13-MAY-2003 |
| DYE WORKS DYE WORKS | Registered | SIGNATURE BRANDS, LLC | 85133721 | 20-SEP-2010 | 4218420 | 02-OCT-2012 |
| EASY EXPERT EASY EXPERT | Published (Pending) Intent to Use | SIGNATURE BRANDS LLC | 86784559 | 12-OCT-2015 | | |
| EASY WRITER | Renewed (Registered) | SIGNATURE BRANDS LLC | 78174577 | 15-OCT-2002 | 2867871 | 27-JUL-2004 |
| EGG AROUNDS | Renewed (Registered) | SIGNATURE BRANDS LLC | 73447577 | 11-OCT-1983 | 1292833 | 04-SEP-1984 |

| Trademark | Status | Current Owner | Appl. No. | Appl. Date | Reg. No. | Reg. Date |
|---|-----------------------|------------------------|-----------|-------------|----------|-------------|
| EGGMOJI EGGMOJI | Registered | SIGNATURE BRANDS, LLC | 87146709 | 22-AUG-2016 | 5287703 | 12-SEP-2017 |
| FESTIVE FIXINGS | Renewed (Registered) | SIGNATURE BRANDS, LLC | 72263596 | 30-JAN-1967 | 891323 | 19-MAY-1970 |
| GIFTPOP GIFTPOP | Registered | SIGNATURE BRANDS LLC | 86783490 | 09-OCT-2015 | 5096874 | 06-DEC-2016 |
| GRIM REAPER GRIM REAPER | Pending Intent to Use | SIGNATURE BRANDS, LLC | 87878889 | 16-APR-2018 | | |
| <small>MAKE MOMENTS WORTH CELEBRATING</small> MAKE MOMENTS WORTH CELEBRATING | Registered | SIGNATURE BRANDS, LLC | 86082214 | 03-OCT-2013 | 4562925 | 08-JUL-2014 |
| MARBLE MIX'NS MARBLE MIX'NS | Registered | SIGNATURE BRANDS LLC | 78964764 | 31-AUG-2006 | 3400164 | 18-MAR-2008 |
| <small>MASTER YOUR PUMPKIN</small> MASTER YOUR PUMPKIN | Registered | SIGNATURE BRANDS, LLC | 87139012 | 15-AUG-2016 | 5419121 | 06-MAR-2018 |
| MELON LIGHTS FOR SUMMER NIGHTS! | Renewed (Registered) | SIGNATURE BRANDS, LLC* | 74489514 | 14-FEB-1994 | 1879719 | 21-FEB-1995 |
| <small>MELON MASTERS</small> MELON MASTERS | Registered | SIGNATURE BRANDS LLC | 86558031 | 09-MAR-2015 | 4864616 | 01-DEC-2015 |
| <small>NATURE'S PALETTE</small> NATURE'S PALETTE | Pending Intent to Use | SIGNATURE BRANDS, LLC | 87788321 | 07-FEB-2018 | | |
| NO FADE NO FADE | Registered | SIGNATURE BRANDS LLC | 85586643 | 02-APR-2012 | 4351317 | 11-JUN-2013 |
| PAAS | Renewed (Registered) | SIGNATURE BRANDS LLC | 74185994 | 17-JUL-1991 | 1742125 | 22-DEC-1992 |
| PAAS | Renewed (Registered) | SIGNATURE BRANDS LLC | 73255399 | 24-MAR-1980 | 1183731 | 29-DEC-1981 |
| PAAS GRIP'N DIP | Renewed (Registered) | SIGNATURE BRANDS LLC | 75536420 | 14-AUG-1998 | 2411167 | 05-DEC-2000 |
| PARLOR PERFECT | Renewed (Registered) | SIGNATURE BRANDS, LLC | 74550172 | 18-JUL-1994 | 1977658 | 04-JUN-1996 |


| Trademark | Status | Current Owner | Appl. No. | Appl. Date | Reg. No. | Reg. Date |
|--|---|-----------------------|-----------|-------------|----------|-------------|
| PUMPKIN MASTERS PUMPKIN MASTERS | Renewed (Registered) | SIGNATURE BRANDS, LLC | 78485003 | 16-SEP-2004 | 3088709 | 02-MAY-2006 |
| PUMPKIN MASTERS PUMPKIN MASTERS | Renewed (Registered) | SIGNATURE BRANDS, LLC | 78446167 | 06-JUL-2004 | 3119199 | 25-JUL-2006 |
| PUMPKIN MASTERS PUMPKIN MASTERS | Renewed (Registered) | SIGNATURE BRANDS, LLC | 78445507 | 02-JUL-2004 | 3279322 | 14-AUG-2007 |
| PUMPKIN MASTERS PUMPKIN MASTERS | Renewed (Registered) | SIGNATURE BRANDS, LLC | 78445703 | 02-JUL-2004 | 2987593 | 23-AUG-2005 |
| PUMPKIN MASTERS PUMPKIN MASTERS | Renewed (Registered) | SIGNATURE BRANDS, LLC | 74470930 | 20-DEC-1993 | 1912503 | 15-AUG-1995 |
|  SB SIGNATURE BRANDS LLC | Renewed (Registered) | SIGNATURE BRANDS, LLC | 75282887 | 28-APR-1997 | 2208235 | 08-DEC-1998 |
| SB SIGNATURE BRANDS LLC | Renewed (Registered) | SIGNATURE BRANDS, LLC | 75282888 | 28-APR-1997 | 2212354 | 22-DEC-1998 |
| SIMPLY CREATE SIMPLY CREATE | Registered | SIGNATURE BRANDS, LLC | 86081962 | 03-OCT-2013 | 4562923 | 08-JUL-2014 |
| STICK'EMS STICK'EMS | Published (Pending) Intent to Use | SIGNATURE BRANDS, LLC | 87413329 | 17-APR-2017 | | |

Foreign

| Trademark | Country | Status | Current Owner | Appl. No. | Appl. Date | Reg. No. | Reg. Date |
|-----------|-----------|------------|-----------------------|-----------|-------------|----------|-------------|
| CAKE MATE | Australia | Registered | Signature Brands, LLC | 613599 | 13-OCT-1993 | 613599 | 13-OCT-1993 |
| CAKE MATE | Australia | Registered | Signature Brands, LLC | 613600 | 13-OCT-1993 | 613600 | 13-OCT-1993 |

| Trademark | Country | Status | Current Owner | Appl. No. | Appl. Date | Reg. No. | Reg. Date |
|---|----------------|------------|---------------------------|--|-------------|-----------|-----------------|
| CAKE MATE | Australia | Registered | Signature Brands, LLC | 613604 | 13-OCT-1993 | 613604 | 13-OCT-1993 |
| CAKE MATE | Canada | Registered | SIGNATURE BRANDS, L.L.C., | 629666 | 14-APR-1989 | TMA395002 | 06-MAR-1992 |
|  CAKE MATE | France | Registered | SIGNATURE BRANDS, LLC, | MARS 616 Centralised Number 665416 | 20-MAY-1983 | N 1258219 | Rnw 27-MAY-2013 |
| CAKE-MATE | Australia | Registered | Signature Brands, LLC | 310846 | 01-SEP-1977 | 310846 | 01-SEP-1977 |
| CAKE-MATE | Canada | Registered | SIGNATURE BRANDS, L.L.C. | 245520 | 08-MAY-1958 | TMA112413 | 05-DEC-1958 |
| CAKE-MATE | New Zealand | Registered | SIGNATURE BRANDS, LLC | 120864 | 30-AUG-1977 | 120864 | 23-MAR-1981 |
| CAKE-MATE | United Kingdom | Registered | Signature Brands, LLC | 1083415 | 09-SEP-1977 | 1083415 | 09-SEP-1977 |
|  COLOR TIPS & DESIGN CompuMark Trademark: COLOR TIPS | Canada | Registered | SIGNATURE BRANDS LLC | 1105075 | 04-JUN-2001 | TMA607596 | 14-APR-2004 |
|  EASY COLOR & DESIGN | Canada | Registered | SIGNATURE BRANDS LLC | 1128213 | 16-JAN-2002 | TMA608046 | 20-APR-2004 |
| EASY WRITER | Australia | Registered | Signature Brands, LLC | 950367 | 11-APR-2003 | 950367 | 11-APR-2003 |
| EASY WRITER | Canada | Registered | SIGNATURE BRANDS LLC | 1174750 | 11-APR-2003 | TMA639239 | 05-MAY-2005 |
| EGG AROUNDS | Canada | Registered | Signature Brands, LLC | 510976 | 18-OCT-1983 | TMA305009 | 19-JUL-1985 |
| EGG-HEADS | Canada | Registered | SIGNATURE BRANDS LLC | 1186304 | 01-AUG-2003 | TMA652483 | 09-NOV-2005 |

| Trademark | Country | Status | Current Owner | Appl. No. | Appl. Date | Reg. No. | Reg. Date |
|--|----------------|-------------------------|------------------------|-----------|-------------|-----------|-------------|
| EGGSPRESS YOURSELF | Canada | Registered | Signature Brands, LLC | 1313521 | 18-AUG-2006 | TMA735851 | 06-MAR-2009 |
| <small>EGGSPRESS YOURSELF</small> EGGSPRESS YOURSELF | Mexico | Registered | SIGNATURE BRANDS, LLC | 806147 | 12-SEP-2006 | 955145 | 26-SEP-2006 |
| <small>MARBLE MIX 'INS</small> MARBLE MIX 'INS | Mexico | Registered | SIGNATURE BRANDS, LLC | 835601 | 12-FEB-2007 | 1034008 | 03-APR-2008 |
| MARBLE MIX'INS | Canada | Registered | Signature Brands LLC | 1330618 | 09-JAN-2007 | TMA758254 | 28-JAN-2010 |
| PAAS | Canada | Registered | Signature Brands, LLC | 696846 | 14-JAN-1992 | TMA409545 | 12-MAR-1993 |
| PAAS | Canada | Registered | Signature Brands, LLC | 253199 | 01-OCT-1959 | TMA129228 | 28-DEC-1962 |
| POPCORN EXPRESSIONS | Canada | Registered | Signature Brands LLC | 1447848 | 11-AUG-2009 | TMA814974 | 05-JAN-2012 |
| <small>PUMPKIN CRAFT</small> PUMPKIN CRAFT | Mexico | Registered | SIGNATURE BRANDS, LLC | 765372 | 10-FEB-2006 | 945357 | 27-JUL-2006 |
| PUMPKIN MASTERS | Canada | Registered | SIGNATURE BRANDS, LLC* | 821523 | 23-AUG-1996 | TMA489360 | 05-FEB-1998 |
| <small>PUMPKIN MASTERS</small> PUMPKIN MASTERS | China | Registered | SIGNATURE BRANDS,LLC | 20562264 | 07-JUL-2016 | 20562264 | 28-AUG-2017 |
| <small>PUMPKIN MASTERS</small> PUMPKIN MASTERS | China | APPLICATION (PUBLISHED) | SIGNATURE BRANDS,LLC | 24316767 | 25-MAY-2017 | | 07-AUG-2018 |
|  PUMPKIN MASTERS PUMPKIN MASTERS PUMPKIN MASTERS PUMPKIN MASTERS PUMPKIN MASTERS | United Kingdom | Registered | Signature Brands, LLC | 2137466 | 28-JUN-1997 | 2137466 | 09-OCT-1998 |

| Trademark | Country | Status | Current Owner | Appl. No. | Appl. Date | Reg. No. | Reg. Date |
|---|----------------|------------|-----------------------|-----------|-------------|-----------|-------------|
| PUMPKIN-MASTERS PUMPKIN MASTERS PUMPKIN-MASTER PUMPKIN MASTER | United Kingdom | Registered | Signature Brands, LLC | 2136895 | 25-JUN-1997 | 2136895 | 20-FEB-1998 |
|  SMALL BOY DESIGN | Canada | Registered | SIGNATURE BRANDS LLC, | 1105074 | 04-JUN-2001 | TMA607740 | 15-APR-2004 |
| TWIST-A-CURL TWIST-A-CURL | Mexico | Registered | SIGNATURE BRANDS LLC | 758867 | 05-JAN-2006 | 927379 | 30-MAR-2006 |
| VEHEGGLES | Canada | Registered | Signature Brands, LLC | 1313518 | 18-AUG-2006 | TMA735849 | 06-MAR-2009 |
| VEHEGGLES VEHEGGLES | Mexico | Registered | SIGNATURE BRANDS, LLC | 806149 | 12-SEP-2006 | 955146 | 26-SEP-2006 |