

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM618232

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARK RIGHTS		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
U.S. BANK NATIONAL ASSOCIATION		12/31/2020	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	SUNOPTA INC.		
Street Address:	7301 OHMS LANE		
Internal Address:	SUITE 600		
City:	EDINA		
State/Country:	MINNESOTA		
Postal Code:	55439		
Entity Type:	Corporation: CANADA		
Name:	SUNOPTA GRAINS AND FOODS INC.		
Street Address:	7301 OHMS LANE		
Internal Address:	SUITE 600		
City:	EDINA		
State/Country:	MINNESOTA		
Postal Code:	55439		
Entity Type:	Corporation: MINNESOTA		
Name:	SUNOPTA GLOBAL ORGANIC INGREDIENTS INC.		
Street Address:	7301 OHMS LANE		
Internal Address:	SUITE 600		
City:	EDINA		
State/Country:	MINNESOTA		
Postal Code:	55439		
Entity Type:	Corporation: CALIFORNIA		
Name:	SUNRISE GROWERS, INC.		
Street Address:	7301 OHMS LANE		
Internal Address:	SUITE 600		
City:	EDINA		
State/Country:	MINNESOTA		
Postal Code:	55439		
TRADEMARK			

Entity Type:	Corporation: DELAWARE
Name:	PACIFIC RIDGE FARMS, LLC
Street Address:	7301 OHMS LANE
Internal Address:	SUITE 600
City:	EDINA
State/Country:	MINNESOTA
Postal Code:	55439
Entity Type:	Limited Liability Company: INDIANA

PROPERTY NUMBERS Total: 57

Property Type	Number	Word Mark
Registration Number:	1535634	PUREVEG
Registration Number:	2092564	RED GEM
Registration Number:	2215107	NATURAL CHOICE
Registration Number:	2511487	NATURAL CHOICE
Registration Number:	2562626	FULL OF FRUIT
Registration Number:	3716245	NATURAL CHOICE
Registration Number:	4372916	PACIFIC RIDGE FARMS
Registration Number:	2971821	PURE NATURE FRUITS & VEGETABLES
Registration Number:	1737459	CRYSTALEAN
Registration Number:	1909384	OPTAFIL
Registration Number:	1858738	
Registration Number:	1978014	OPTAMAX
Registration Number:	2090523	SOY UM
Registration Number:	2445696	SUNRICH
Registration Number:	3452274	SUNRICH
Registration Number:	3911398	RESPECT FOR NATURE. PASSION FOR QUALITY
Registration Number:	3680438	FIST A TWIST
Registration Number:	3638547	SL
Registration Number:	2869627	SUNRICH NATURALS
Registration Number:	4074713	TIP
Registration Number:	4110828	SOY SUPREME
Registration Number:	3970028	D
Registration Number:	3970035	DAHLGREN
Registration Number:	4177046	D
Registration Number:	4625019	SUNRICH NATURALS SOL
Registration Number:	1724384	PURITY LIFE HEALTH PRODUCTS LIMITED
Registration Number:	2263385	HERBON
Registration Number:	3679443	OE OPTA ENERGY

Property Type	Number	Word Mark
Registration Number:	4173337	
Registration Number:	3831066	SUNOPTA
Registration Number:	3577945	SUNOPTA
Registration Number:	4638012	SUNOPTA
Registration Number:	4638030	SUNOPTA
Registration Number:	4638031	SUNOPTA BRINGING WELL-BEING TO LIFE
Registration Number:	2647976	SUNRISE GROWERS
Registration Number:	3244050	SUNRISE GROWERS
Registration Number:	4509189	SUNRISE GROWERS
Registration Number:	1655650	ORCHARD DELIGHT
Registration Number:	1659912	BERRIES SUPREME
Registration Number:	3744565	GEMS OF FRUIT
Serial Number:	85963608	OPTA NATURAL
Serial Number:	86193878	SUNRICH NATURALS
Serial Number:	86596988	OPTAVANTAGE
Serial Number:	86726590	FRESH PRESSED INDUSTRIES
Serial Number:	85023828	BRINGING WELL-BEING TO LIFE
Serial Number:	85777694	SUNOPTA
Serial Number:	85777701	SUNOPTA BRINGING WELL-BEING TO LIFE
Serial Number:	85777703	SUNOPTA
Serial Number:	85957960	BRINGING WELL-BEING TO WORK
Serial Number:	85957991	SUNOPTA BRINGING WELL-BEING TO WORK
Serial Number:	86826999	ALMOND LOVERS
Serial Number:	86826996	LOVERS
Serial Number:	86826994	CASHEW LOVERS
Serial Number:	86826991	HAZELNUT LOVERS
Serial Number:	86826988	COCONUT LOVERS
Serial Number:	87039417	NIAGARA NATURAL FRUIT TANGOS
Serial Number:	87091729	NIAGARA NATURAL SIMPLY INDULGENT

CORRESPONDENCE DATA

Fax Number: 2124552502

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)455-3605

Email: ksolomon@stblaw.com

Correspondent Name: GENEVIEVE DORMENT, ESQ.

Address Line 1: SIMPSON THACHER & BARTLETT LLP

Address Line 2: 425 LEXINGTON AVENUE

Address Line 4: NEW YORK, NEW YORK 10017

TRADEMARK

REEL: 007196 FRAME: 0941

ATTORNEY DOCKET NUMBER:	002363/0001
NAME OF SUBMITTER:	GENEVIEVE DORMENT
SIGNATURE:	/GD/
DATE SIGNED:	01/04/2021

Total Attachments: 7

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**TERMINATION AND RELEASE OF
SECURITY INTEREST IN TRADEMARK RIGHTS**

TERMINATION AND RELEASE dated as of December 31, 2020, by U.S. BANK NATIONAL ASSOCIATION, in its capacity as collateral agent for the Notes Secured Parties (the “Notes Collateral Agent”) in favor of SUNOPTA INC., SUNOPTA GRAINS AND FOODS INC., SUNOPTA GLOBAL ORGANIC INGREDIENTS INC., SUNRISE GROWERS, INC. and PACIFIC RIDGE FARMS, LLC (each a “Grantor”, and collectively, the “Grantors”).

WITNESSETH:

WHEREAS, each of the Grantors, among others, is party to that certain Second Lien U.S. Security Agreement, dated as of October 20, 2016 (as it may be from time to time amended, restated, modified or supplemented, the “Second Lien U.S. Security Agreement”) in favor of the Notes Collateral Agent;

WHEREAS, pursuant to the Second Lien U.S. Security Agreement, the Grantors executed and delivered a Second Lien Trademark Security Agreement dated as of October 20, 2016, in favor of the Notes Collateral Agent (the “Second Lien Trademark Security Agreement”);

WHEREAS, the Second Lien Trademark Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on November 14, 2016 at Reel 5920 and Frame 0768;

WHEREAS, the Notes Collateral Agent has been directed to terminate and release the entirety of its security interest granted pursuant to the Second Lien Trademark Security Agreement;

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Termination and Release, the Notes Collateral Agent hereby agrees as follows:

1. Definitions. Unless otherwise defined herein, terms defined in the Second Lien Trademark Security Agreement or the Second Lien U.S. Security Agreement and used herein have the meaning given to them in the Second Lien U.S. Security Agreement or the Second Lien Trademark Security Agreement as applicable.

2. Release of Security Interest. The Notes Collateral Agent hereby terminates, releases and discharges, without recourse, representation or warranty, its security interest in the Trademark Collateral, including the Trademarks set forth on Schedule I attached hereto, arising under the Second Lien Trademark Agreement. Any right, title, or interest of the Notes Collateral Agent in such Trademark Collateral shall hereby cease and become void.

3. Further Assurances. The Notes Collateral Agent hereby agrees, at the cost, expense and direction of each of the Grantors, to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect the release of the security interest contemplated hereby.

4. Recitals. The Notes Collateral Agent shall not be responsible in any manner whatsoever for or in respect of the recitals contained herein, all of which recitals are made solely by the Grantors.

5. Governing Law. This Termination and Release shall be governed by, and construed in accordance with, the laws of the State of New York.

[signature pages follow]

IN WITNESS WHEREOF, the undersigned has executed this Termination and Release by its duly authorized officer as of the date first above written.

**U.S. BANK NATIONAL ASSOCIATION, as
Notes Collateral Agent**

By:  _____

Name: Ralph E. Jones
Title: Vice President

[Signature Page to the Trademark Release Agreement]

**TRADEMARK
REEL: 007196 FRAME: 0945**

SCHEDULE I
to
TRADEMARK RELEASE AGREEMENT

TRADEMARK REGISTRATIONS AND APPLICATIONS

UNITED STATES TRADEMARKS:

Registrations:

Reel 5920/ Frame 0768

OWNER	TRADEMARK	REGISTRATION NUMBER
PACIFIC RIDGE FARMS, LLC	PUREVEG	1535634
PACIFIC RIDGE FARMS, LLC	RED GEM	2092564
PACIFIC RIDGE FARMS, LLC	NATURAL CHOICE	2215107
PACIFIC RIDGE FARMS, LLC	NATURAL CHOICE	2511487
PACIFIC RIDGE FARMS, LLC	FULL OF FRUIT	2562626
PACIFIC RIDGE FARMS, LLC	NATURAL CHOICE	3716245
PACIFIC RIDGE FARMS, LLC	PACIFIC RIDGE FARMS	4372916
SUNOPTA GLOBAL ORGANIC INGREDIENTS, INC.	PURE NATURE ORGANIC FRUITS & VEGETABLES	2971821
SUNOPTA GRAINS AND FOODS INC.	CRYSTALEAN	1737459
SUNOPTA GRAINS AND FOODS INC.	OPTAFIL	1909384
SUNOPTA GRAINS AND FOODS INC.	Design Only	1858738
SUNOPTA GRAINS AND FOODS INC.	OPTAMAX	1978014
SUNOPTA GRAINS AND FOODS INC.	SOY UM	2090523
SUNOPTA GRAINS AND FOODS INC.	SUNRICH	2445696
SUNOPTA GRAINS AND FOODS INC.	SUNRICH	3452274
SUNOPTA GRAINS AND FOODS INC.	RESPECT FOR NATURE. PASSION FOR QUALITY	3911398
SUNOPTA GRAINS AND FOODS INC.	FIST A TWIST	3680438
SUNOPTA GRAINS AND FOODS INC.	SL	3638547
SUNOPTA GRAINS AND FOODS INC.	SUNRICH NATURALS	2869627
SUNOPTA GRAINS AND FOODS INC.	TIP	4074713

SUNOPTA GRAINS AND FOODS INC.	SOY SUPREME	4110828
SUNOPTA GRAINS AND FOODS INC.	D	3970028
SUNOPTA GRAINS AND FOODS INC.	DAHLGREN	3970035
SUNOPTA GRAINS AND FOODS INC.	D	4177046
SUNOPTA GRAINS AND FOODS INC.	SUNRICH NATURALS SOL	4625019
SUNOPTA INC.	PURITY LIFE HEALTH PRODUCT LIMITED	1724384
SUNOPTA INC.	HERBON	2263385
SUNOPTA INC.	OE OPTA ENERGY	3679443
SUNOPTA INC.	Design Only	4173337
SUNOPTA INC.	SUNOPTA	3831066
SUNOPTA INC.	SUNOPTA	3577945
SUNOPTA INC.	SUNOPTA	4638012
SUNOPTA INC	SUNOPTA	4638030
SUNOPTA INC	SUNOPTA BRINGING WELL-BEING TO LIFE	4638031
SUNRISE GROWERS, INC.	SUNRISE GROWERS	2647976
SUNRISE GROWERS, INC.	SUNRISE GROWERS	3244050
SUNRISE GROWERS, INC.	SUNRISE GROWERS	4509189
PACKERS FOOD PRODUCTS, INC. n/k/a Sunrise Growers, Inc.	ORCHARD DELIGHT	1655650
PACKERS FOOD PRODUCTS, INC. n/k/a Sunrise Growers, Inc.	BERRIES SUPREME	1659912

PACKERS FOOD PRODUCTS, INC. n/k/a Sunrise Growers, Inc.	GEMS OF FRUIT	3744565
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Applications:

Reel 5920/ Frame 0768

OWNER	TRADEMARK	SERIAL NUMBER
SUNOPTA GRAINS AND FOODS INC.	OPTA NATURAL	85963608
SUNOPTA GRAINS AND FOODS INC.	SUNRICH NATURALS	86193878
SUNOPTA GRAINS AND FOODS INC.	OPTAVANTAGE	86596988
SUNOPTA GRAINS AND FOODS INC.	FRESH PRESSED INDUSTRIES	86726590
SUNOPTA INC.	BRINGING WELL-BEING TO LIFE	85023828
SUNOPTA INC.	SUNOPTA	85777694
SUNOPTA INC.	SUNOPTA BRINGING WELL-BEING TO LIFE	85777701
SUNOPTA INC.	SUNOPTA	85777703
SUNOPTA INC.	BRINGING WELL-BEING TO WORK	85957960
SUNOPTA INC.	SUNOPTA BRINGING WELL-BEING TO WORK	85957991
SUNOPTA GRAINS AND FOODS INC.	ALMOND LOVERS	86826999
SUNOPTA GRAINS AND FOODS INC.	LOVERS	86826996
SUNOPTA GRAINS AND FOODS INC.	CASHEW LOVERS	86826994
SUNOPTA GRAINS AND FOODS INC.	HAZELNUT LOVERS	86826991
SUNOPTA GRAINS AND FOODS INC.	COCONUT LOVERS	86826988
SUNOPTA GRAINS AND FOODS INC.	NIAGARA NATURAL FRUIT TANGOS	87039417
SUNOPTA GRAINS AND FOODS INC.	NIAGARA NATURAL SIMPLY INDULGENT	87091729

CANADIAN TRADEMARKS:

Registrations:

OWNER	TRADEMARK	REGISTRATION NUMBER
SUNOPTA GRAINS AND FOODS INC.	Optex	TMA530625
SUNOPTA GRAINS AND FOODS INC.	SL	TMA776647

Applications:

OWNER	TRADEMARK	APPLICATION NUMBER
SUNOPTA GLOBAL ORGANIC INGREDIENTS, INC.	Pure Nature Fruits & Vegetables & Design	1741246
SUNOPTA GRAINS AND FOODS INC.	OPTAVANTAGE	1748561