

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Notice of Grant of Security Interest

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Omega Protein, Inc.		03/26/2007	CORPORATION: VIRGINIA

**RECEIVING PARTY DATA**

<b>Name:</b>	Bank of America, N.A., as Administrative Agent
<b>Street Address:</b>	231 S. LaSalle Street
<b>Internal Address:</b>	IL1-231-10-41
<b>City:</b>	Chicago
<b>State/Country:</b>	ILLINOIS
<b>Postal Code:</b>	60604
<b>Entity Type:</b>	national banking association: UNITED STATES

**PROPERTY NUMBERS Total: 15**

Property Type	Number	Word Mark
Registration Number:	3043979	OMEGAEQUIS
Registration Number:	2967788	HEALTHY PRODUCTS FOR A HEALTHY WORLD
Registration Number:	2816678	OMPRO
Registration Number:	2887931	MENHADEN RESOURCE COUNCIL
Registration Number:	2695624	SEA-LAC
Registration Number:	2725639	SEACIDE
Registration Number:	2778972	OMEGA PROTEIN
Registration Number:	2796631	OMEGA PROTEIN
Registration Number:	2662155	NEPTUNE FISH CONCENTRATE
Registration Number:	2668303	FLAVOR OF THE SEA
Registration Number:	2470491	OMEGAGROW
Registration Number:	2579426	OMEGAGROW
Registration Number:	2309474	OMEGAPURE

**OP \$390.00 3043979**

Registration Number:	2213113	SPECIAL SELECT
Serial Number:	78903638	VIRGINIA PRIME

**CORRESPONDENCE DATA**

Fax Number: (919)416-8363  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 9192868041  
Email: pto\_tmconfirmation@mvalaw.com  
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:	017625.3971NTOMEGAEAR
NAME OF SUBMITTER:	Ellen A. Rubel
Signature:	/Ellen A. Rubel/
Date:	03/29/2007

**Total Attachments: 4**  
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NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of March 26, 2007 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations:

TRADEMARKS

<u>Trademark No.</u>	Description of Trademark <u>Item</u>	Date of <u>Trademark</u>
	See attached Schedule A	

TRADEMARK APPLICATIONS

<u>Trademark Applications No.</u>	Description of Trademark <u>Applied For</u>	Date of Trademark <u>Applications</u>
	See attached Schedule A	

The Obligors and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

OMEGA PROTEIN, INC.

By: 

Name: Robert W. Stockton

Title: Vice President and Chief Financial Officer

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

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

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

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

The Obligors and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

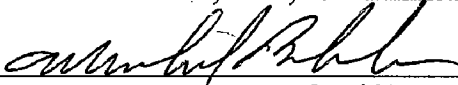
Very truly yours,

OMEGA PROTEIN, INC.

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

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By:  \_\_\_\_\_  
Name: Michael Brashler  
Title: Vice President

Schedule A

Omega Protein, Inc.

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
OMEGAEQUIS	3043979	1/17/06
HEALTHY PRODUCTS FOR A HEALTHY WORLD	2967788	7/12/05
OMPRO	2816678	2/24/04
MENHADEN RESOURCE COUNCIL	2887931	9/21/04
SEA-LAC	2695624	3/11/03
SEACIDE	2725639	6/10/03
OMEGA PROTEIN and Design	2778972	11/4/03
OMEGA PROTEIN	2796631	12/23/03
NEPTUNE FISH CONCENTRATE	2662155	12/17/02
FLAVOR OF THE SEA	2668303	12/31/02
OMEGAGROW and Design	2470491	7/17/01
OMEGAGROW	2579426	6/11/02
OMEGAPURE	2309474	1/18/00
SPECIAL SELECT	2213113	12/22/98

Pending Application

Mark	Application No.	Filing Date
VIRGINIA PRIME	78903638	6/8/06

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