TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	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

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

Trademark No.	Description of Trademark Item	Date of Trademark
	See attached Schedule A	

TRADEMARK APPLICATIONS

Trademark Applications No.	Description of Trademark Applied For	Date of Trademark Applications
	See attached Schedule A	

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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: _____

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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

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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 COUNSIL	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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