

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Ocean to Ocean Seafood, LLC	FORMERLY a/k/a Ocean to Ocean Seafood LLC	06/29/2007	LIMITED LIABILITY COMPANY: DELAWARE

**RECEIVING PARTY DATA**

Name:	BANK OF AMERICA, N.A., AS COLLATERAL AGENT
Street Address:	300 Galleria Parkway
Internal Address:	Suite 800
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30339
Entity Type:	Bank:

**PROPERTY NUMBERS Total: 8**

Property Type	Number	Word Mark
Registration Number:	3071341	ARCTIC CLASSIC
Registration Number:	2771091	ASIAN CLASSIC
Registration Number:	2848168	ASIAN CLASSIC
Registration Number:	2598298	ASIAN TIGER CLASSIC
Registration Number:	1878767	BAHAMA CLASSIC
Registration Number:	1877779	GULF CLASSIC
Registration Number:	2535872	OCEAN TO OCEAN
Serial Number:	77037963	OCEAN CLASSIC

**CORRESPONDENCE DATA**

Fax Number: (312)701-7711  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 312-701-7237  
 Email: cdore@mayerbrownrowe.com

OP \$215.00 3071341

Correspondent Name: Christopher Dore  
Address Line 1: 71 S. Wacker Drive  
Address Line 2: Mayer, Brown, Rowe & Maw LLP  
Address Line 4: Chicago, ILLINOIS 60606-4637

NAME OF SUBMITTER:	Christopher Dore
Signature:	/Christopher Dore/
Date:	07/13/2007

**Total Attachments: 7**

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SECURITY INTEREST  
IN UNITED STATES AND CANADIAN TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Ocean to Ocean Seafood, LLC, a Delaware limited liability company (also known as Ocean to Ocean Seafood LLC; collectively, the “Assignor”) with principal offices at 190 Enterprise Drive, Newport News, Virginia 23603, hereby grants to Bank of America, N.A., as Collateral Agent, with principal offices at 300 Galleria Parkway, Suite 800, Atlanta, Georgia 30339 (the “Assignee”), a security interest in (i) all of the Assignor’s right, title and interest in and to the United States and Canadian trademarks, including all trademark registrations (the “Marks”) set forth on Schedule A attached hereto, together with (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS SECURITY INTEREST is made to secure the satisfactory performance and payment of all the Obligations of the Assignor, as such term is defined in the Loan and Security Agreement among the Assignor, the other assignors from time to time party thereto and the Assignee, dated as of June 29, 2007 (as amended from time to time, the “Security Agreement”). Upon the occurrence of the Revolver Termination Date (as defined in the Security Agreement), the Assignee shall, upon such satisfaction, execute, acknowledge, and deliver to the Assignor an instrument in writing releasing the security interest in the Marks acquired under this Agreement.

This security interest has been granted in conjunction with the security interest granted to the Assignee under the Security Agreement. The rights and remedies of the Assignee with

respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Agreement are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

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ICELANDIC USA, INC  
NOTICE OF SECURITY INTEREST IN TRADEMARKS (OCEAN TO OCEAN SEAFOOD, LLC)

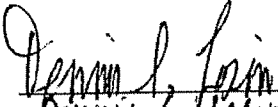
IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the 29<sup>th</sup>  
day of June, 2007.

OCEAN TO OCEAN SEAFOOD, LLC

By: Icelandic USA, Inc.,  
its sole member

By: \_\_\_\_\_  
Name: Michael P. Thome  
Title: Vice President and Chief Financial Officer

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

By:   
Name: Dennis B. Lesin  
Title: SVP

ICELANDIC USA, INC.  
NOTICE OF SECURITY INTEREST IN TRADEMARKS (OCEAN TO OCEAN SEAFOOD, LLC)

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the 29<sup>th</sup>  
day of June, 2007.

OCEAN TO OCEAN SEAFOOD, LLC

By: Michael P. Thome

Name: Michael P. Thome

Title: Manager

By: Aevar Agnarsson

Name: Aevar Agnarsson

Title: Manager

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

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

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

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

Schedule A

<b>Mark</b>	<b>Country</b>	<b>Status</b>	<b>App./Reg. No.</b>	<b>Owner</b>
<b>ARCTIC CLASSIC</b>	USA	Registered	3,071,341 REGISTERED: March 21, 2006	OCEAN TO OCEAN SEAFOOD LLC
<b>ASIAN CLASSIC</b>	USA	Registered	2,771,091 REGISTERED: October 7, 2003	OCEAN TO OCEAN SEAFOOD LLC
<b>ASIAN CLASSIC</b>	USA	Registered	2,848,168 REGISTERED: June 1, 2004	OCEAN TO OCEAN SEAFOOD LLC
<b>ASIAN TIGER CLASSIC</b>	USA	Registered	2,598,298 REGISTERED: July 23, 2002	OCEAN TO OCEAN SEAFOOD LLC
<b>BAHAMA CLASSIC</b>	USA	Registered	1,878,767 REGISTERED: February 14, 1995	OCEAN TO OCEAN SEAFOOD LLC
<b>GULF CLASSIC</b>	USA	Registered	1,877,779 REGISTERED: February 7, 1995	OCEAN TO OCEAN SEAFOOD LLC

OCEAN CLASSIC	USA	Pending	77-037,963 FILED: November 6, 2006	OCEAN TO OCEAN SEAFOOD LLC
OCEAN TO OCEAN	USA	Registered	2,535,872 REGISTERED: February 5, 2002	OCEAN TO OCEAN SEAFOOD LLC
ARCTIC CLASSIC	Canada	Registered	TMA640,333 Registered: May 24, 2005	Ocean to Ocean Seafood, LLC
ASIAN CLASSIC	Canada	Registered	TMA683,946 Registered: March 16, 2007	Ocean to Ocean Seafood, LLC
ASIAN CLASSIC	Canada	Registered	TMA615,044 Registered: July 16, 2004	Ocean to Ocean Seafood, LLC
DE MER EN MER (OF SEA AT SEA)	Canada	Registered	TMA553,782 Registered: November 14, 2001	Ocean to Ocean Seafood, LLC
OCEAN CLASSIC	Canada	Pending	1,346,182 Filed: May 4, 2007	OCEAN TO OCEAN SEAFOOD LLC
OCEAN TO OCEAN	Canada	Registered	TMA553,766 Registered: November 14, 2001	Ocean to Ocean Seafood, LLC



OCEAN TO OCEAN	Canada	Registered	TMA578,454	Ocean to Ocean Seafood, LLC
OCEAN TO OCEAN ARCTIC CLASSIC	Canada	Registered	Registered: March 27, 2003 TMA571,294	Ocean to Ocean Seafood, LLC
OCEAN TO OCEAN ASIAN CLASSIC	Canada	Registered	Registered: November 26, 2002 TMA581,140	Ocean to Ocean Seafood, LLC
OCEAN TO OCEAN ATLANTIC CLASSIC	Canada	Registered	Registered: May 9, 2003 TMA577,201	Ocean to Ocean Seafood, LLC
OCEAN TO OCEAN GULF CLASSIC SEAFOOD & Design	Canada	Registered	Registered: March 10, 2003 TMA553,767	Ocean to Ocean Seafood, LLC
OCEAN TO OCEAN OCEAN CLASSIC & Design	Canada	Registered	Registered: November 14, 2001 TMA558,354	Ocean to Ocean Seafood, LLC
OCEAN TO OCEAN SEAFOOD SALES & Design	Canada	Registered	Registered: February 22, 2002 TMA553,762 Registered: November 14, 2001	Ocean to Ocean Seafood, LLC