

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Trademark Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Icicle Seafoods, Inc.		09/25/2007	CORPORATION: ALASKA

RECEIVING PARTY DATA

Name:	Cooperatieve Centrale Raiffeisen-Boerenleenbank B.A.
Street Address:	10 Exchange Place, 16th Floor
Internal Address:	New York Branch
City:	Jersey City
State/Country:	NEW JERSEY
Postal Code:	07302
Entity Type:	Rabobank Nederland: NETHERLANDS

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	2173340	
Registration Number:	2267804	ARCTIC STAR
Registration Number:	2312483	PACIFIC SELECT
Registration Number:	2322019	ICICLE SEAFOODS, INC.
Registration Number:	2858864	ARCTIC DRAGON
Registration Number:	2949709	PACIFIC DRAGON
Registration Number:	2986512	GO WILD!
Registration Number:	0088821	"SHIP AHOY"
Registration Number:	1033170	SHIP AHOY
Registration Number:	2011755	SHIP AHOY BRAND
Registration Number:	1068220	ICICLE
Registration Number:	2095752	

CORRESPONDENCE DATA

900087810

**TRADEMARK
 REEL: 003627 FRAME: 0899**

OP \$315.00 2173340

Fax Number: (704)353-3698
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 704 331 5792
Email: dmillard@kennedycovington.com
Correspondent Name: Karl S. Sawyer, Jr.
Address Line 1: 214 N Tryon St, Hearst Tower 47th Floor
Address Line 2: Kennedy Covington Lobdell & Hickman, LLP
Address Line 4: Charlotte, NORTH CAROLINA 28202

ATTORNEY DOCKET NUMBER:	32394.001 ICICLE SEAFOODS
NAME OF SUBMITTER:	Karl S. Sawyer, Jr.
Signature:	/Karl S. Sawyer, Jr./
Date:	09/25/2007

Total Attachments: 5

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TRADEMARK SECURITY AGREEMENT

Trademark Security Agreement (this "Agreement") dated as of September 25, 2007 by and between ICICLE SEAFOODS, INC., an Alaska corporation (the "Grantor"), having its chief executive office at 4019 21st Avenue West, Seattle, Washington 98199 and COÖPERATIEVE CENTRALE RAIFFEISEN-BOERENLEENBANK B.A., "RABOBANK NEDERLAND" NEW YORK BRANCH, as Administrative Agent (the "Administrative Agent"), with offices at 10 Exchange Place, 16th Floor, Jersey City, New Jersey 07302 for the ratable benefit of the banks and other financial institutions (the "Lenders") from time to time parties to the Credit Agreement, dated as of September 25, 2007 (as amended, restated, supplemented or otherwise modified, the "Credit Agreement") by and between Grantor, as the Borrower, FP Icicle Midco, Inc., as Holdings ("Holdings"), the Lenders and the Administrative Agent.

This Agreement is executed pursuant to the terms of a Collateral Agreement dated as of September 25, 2007 by and among Grantor, Holdings, certain of their respective Subsidiaries and the Administrative Agent (as amended, restated, supplemented or otherwise modified, the "Collateral Agreement"). Capitalized terms used herein but not defined herein shall have the meaning assigned to them in the Collateral Agreement.

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, the Grantor hereby grants to the Administrative Agent, a continuing security interest in all of the Grantor's right, title and interest in, to and under the following, whether presently existing or hereafter arising or acquired:

- (i) each Trademark, Trademark registration and Trademark application, and all of the goodwill of the business connected with the use of, and symbolized by, each Trademark, Trademark registration and Trademark application of the Grantor, including, without limitation, each Trademark, Trademark registration and Trademark application described on Schedule A;
- (ii) each Trademark License, including, without limitation, each Trademark License described on Schedule B;
- (iii) all claims by the Grantor against third parties for (a) past, present or future infringement or dilution of any Trademark or Trademark registration, including, without limitation, any Trademark or Trademark registration described on Schedule A or under any Trademark licensed under any Trademark License, including, without limitation, any Trademark License described on Schedule B, (b) injury to the goodwill associated with any Trademark, Trademark registration or Trademark License or (c) breach or enforcement of any Trademark License; and
- (iv) all products and proceeds of the foregoing.

The rights and remedies of the Administrative Agent with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Collateral 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 Collateral Agreement, the provisions of the Collateral Agreement shall govern.

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the date first written above.

ICICLE SEAFOODS, INC., as Grantor

By: [Signature]
Name: Dennis J. Guhlke
Title: Vice President, Finance and
Treasurer

ACKNOWLEDGMENT

STATE OF Washington

COUNTY OF King

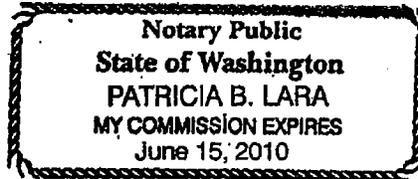
I, Patricia B. Lara, a Notary Public for said County and State, do hereby certify that Dennis J. Guhlke personally appeared before me this day and stated that (s)he is VP, Finance of Icicle Seafoods, Inc. and acknowledged, on behalf of Icicle Seafoods, Inc. the due execution of the foregoing instrument.

Witness my hand and official seal, this 21st day of September, 2007.

Patricia B. Lara
Notary Public

My commission expires:

6.15.2010

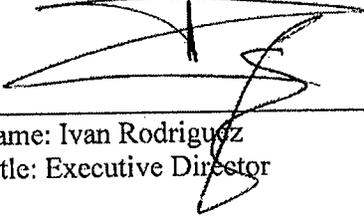


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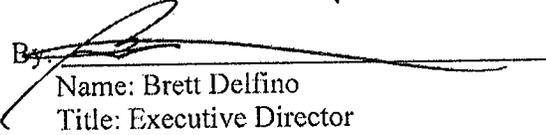
Icicle Seafoods, Inc.
Trademark Security Agreement
Signature Page

Agreed and Accepted as of the
25th day of September, 2007.

COÖPERATIEVE CENTRALE RAIFFEISEN-
BOERENLEENBANK B.A., "RABOBANK NEDERLAND"
NEW YORK BRANCH, as Administrative Agent

By: 

Name: Ivan Rodriguez
Title: Executive Director

By: 

Name: Brett Delfino
Title: Executive Director

Icicle Seafoods, Inc.
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Signature Pages

TRADEMARK
REEL: 003627 FRAME: 0903

Schedule A to Trademark Security Agreement

Registered Marks – United States
Owner: Icicle Seafoods, Inc.

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
Ship Design	2,173,340	7/14/1998
ARCTIC STAR	2,267,804	8/03/1999
PACIFIC SELECT	2,312,483	1/25/2000
ICICLE SEAFOODS INC. & New Ship Design	2,322,019	2/22/2000
ARCTIC DRAGON	2,858,864	6/29/2004
PACIFIC DRAGON	2,949,709	5/10/2005
GO WILD!	2,986,512	8/16/2005
SHIP AHOY (stylized)	88,821	10/29/1912
SHIP AHOY	1,033,170	2/10/1976
Ship Ahoy Brand and Design	2,011,755	10/29/1996
ICICLE	1,068,220	6/21/1977
Ship Design With Background	2,095,752	9/09/1997

Schedule B to Trademark Security Agreement

TRADEMARK LICENSES

None.