

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT																																													
NATURE OF CONVEYANCE:	SECURITY INTEREST																																													
CONVEYING PARTY DATA																																														
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 30%;">Name</th> <th style="width: 30%;">Formerly</th> <th style="width: 20%;">Execution Date</th> <th style="width: 20%;">Entity Type</th> </tr> <tr> <td>Richelieu Foods, Inc.</td> <td></td> <td>09/26/2008</td> <td>CORPORATION: DELAWARE</td> </tr> </table>	Name	Formerly	Execution Date	Entity Type	Richelieu Foods, Inc.		09/26/2008	CORPORATION: DELAWARE																																						
Name	Formerly	Execution Date	Entity Type																																											
Richelieu Foods, Inc.		09/26/2008	CORPORATION: DELAWARE																																											
RECEIVING PARTY DATA																																														
Name:	PNC Bank, National Association																																													
Street Address:	Two Tower Center Boulevard																																													
City:	East Brunswick																																													
State/Country:	NEW JERSEY																																													
Postal Code:	08816																																													
Entity Type:	Financial Institution:																																													
PROPERTY NUMBERS Total: 14																																														
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 20%;">Property Type</th> <th style="width: 15%;">Number</th> <th style="width: 65%;">Word Mark</th> </tr> </thead> <tbody> <tr><td>Registration Number:</td><td>1689621</td><td>CHEF ANTONIO</td></tr> <tr><td>Registration Number:</td><td>1704331</td><td>GROCER'S GARDEN</td></tr> <tr><td>Registration Number:</td><td>2517683</td><td>GROCER'S GARDEN</td></tr> <tr><td>Registration Number:</td><td>1476117</td><td></td></tr> <tr><td>Registration Number:</td><td>2782062</td><td>OAK PARK</td></tr> <tr><td>Registration Number:</td><td>0849520</td><td>PASQUALE'S</td></tr> <tr><td>Registration Number:</td><td>0849521</td><td>PASQUALE'S</td></tr> <tr><td>Registration Number:</td><td>2223540</td><td>PIZZA PRESTO!</td></tr> <tr><td>Registration Number:</td><td>1781586</td><td>RICHELIEU</td></tr> <tr><td>Registration Number:</td><td>0526735</td><td>RICHELIEU</td></tr> <tr><td>Registration Number:</td><td>1512930</td><td></td></tr> <tr><td>Registration Number:</td><td>3231944</td><td>CATERER'S COLLECTION</td></tr> <tr><td>Registration Number:</td><td>2972895</td><td>RICHELIEU</td></tr> <tr><td>Registration Number:</td><td>0730886</td><td>BONNE CHERE</td></tr> </tbody> </table>	Property Type	Number	Word Mark	Registration Number:	1689621	CHEF ANTONIO	Registration Number:	1704331	GROCER'S GARDEN	Registration Number:	2517683	GROCER'S GARDEN	Registration Number:	1476117		Registration Number:	2782062	OAK PARK	Registration Number:	0849520	PASQUALE'S	Registration Number:	0849521	PASQUALE'S	Registration Number:	2223540	PIZZA PRESTO!	Registration Number:	1781586	RICHELIEU	Registration Number:	0526735	RICHELIEU	Registration Number:	1512930		Registration Number:	3231944	CATERER'S COLLECTION	Registration Number:	2972895	RICHELIEU	Registration Number:	0730886	BONNE CHERE	
Property Type	Number	Word Mark																																												
Registration Number:	1689621	CHEF ANTONIO																																												
Registration Number:	1704331	GROCER'S GARDEN																																												
Registration Number:	2517683	GROCER'S GARDEN																																												
Registration Number:	1476117																																													
Registration Number:	2782062	OAK PARK																																												
Registration Number:	0849520	PASQUALE'S																																												
Registration Number:	0849521	PASQUALE'S																																												
Registration Number:	2223540	PIZZA PRESTO!																																												
Registration Number:	1781586	RICHELIEU																																												
Registration Number:	0526735	RICHELIEU																																												
Registration Number:	1512930																																													
Registration Number:	3231944	CATERER'S COLLECTION																																												
Registration Number:	2972895	RICHELIEU																																												
Registration Number:	0730886	BONNE CHERE																																												

CH \$365.00 1689621

900118449

TRADEMARK
REEL: 003870 FRAME: 0675

CORRESPONDENCE DATA

Fax Number: (202)408-3141

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 800-927-9801 x2348

Email: jpaterso@cscinfo.com

Correspondent Name: Corporation Service Company

Address Line 1: 1090 Vermont Avenue NW, Suite 430

Address Line 2: Attn: Jean Paterson

Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER:	758148
NAME OF SUBMITTER:	Jean Paterson
Signature:	/Jean Paterson/
Date:	10/15/2008

Total Attachments: 8

source=10-15-08 Richelieu Foods-TM#page1.tif

source=10-15-08 Richelieu Foods-TM#page2.tif

source=10-15-08 Richelieu Foods-TM#page3.tif

source=10-15-08 Richelieu Foods-TM#page4.tif

source=10-15-08 Richelieu Foods-TM#page5.tif

source=10-15-08 Richelieu Foods-TM#page6.tif

source=10-15-08 Richelieu Foods-TM#page7.tif

source=10-15-08 Richelieu Foods-TM#page8.tif

RECORDATION FORM COVER SHEET
TRADEMARKS ONLYU.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Tab settings => => ▾ ▾ ▾ ▾ ▾ ▾ ▾ ▾

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Richelieu Foods, Inc.
15 Pacella Park Drive, Suite 210
Randolph, MA 02368

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State: DE
☐ Other _____

Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyances:

- ☐ Assignment ☐ Merger
☒ Security Agreement ☐ Change of Name
☐ Other _____

Execution Date: September 26, 2008

2. Name and address of receiving party(ies):

Name: PNC BANK, NATIONAL ASSOCIATION

Internal Address: _____

Street Address: Two Tower Center BoulevardCity: East Brunswick State: NJ ZIP: 08816

- ☐ Individual(s) citizenship _____
☐ Association _____
☐ General Partnership _____
☐ Limited Partnership _____
☐ Corporation-State _____
☒ Other Financial Institution

If assignee is not domiciled in the United States, a domestic representative designation is attached ☐ Yes ☐ No

(Designations must be a separate document from Assignment)

Additional Name(s) & address(es) attached? ☐ Yes ☒ No

4. Application Number(s) or registration number(s):

A. Trademark Application.(s)

See attached Schedule A

B. Trademark registration No.(s)

See attached Schedule A

Additional numbers attached? ☒ Yes ☐ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Corporation Service Co.Internal Address: suite 3100Street Address: 1133 6th AVE758148-10City: NY State: NY ZIP: 10036

6. Total number of applications and registrations involved: _____

14

7. Total fee (37 CFR 3.41): _____ \$ _____

- ☐ Enclosed
☐ Authorized to be charged to deposit account

8. Deposit account number: _____

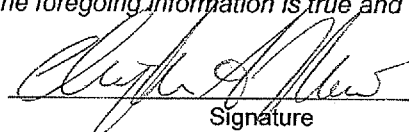
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

*To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document*Christopher A. Manion

Name of Person Signing



Signature

October 14, 2008

Date

Total number of pages including coversheet, attachments and document: _____

8

Mail documents to be recorded with required coversheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231TRADEMARK
REEL: 003870 FRAME: 0677

TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, each of the undersigned grantors ("Grantors"), owns the marks shown under such Grantor's name in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Grantors are obligated to PNC Bank, National Association ("PNC") and various other financial institutions (collectively, "Lenders") and PNC as agent for Lenders ("Agent") pursuant to (i) a certain Revolving Credit, Term Loan and Security Agreement, dated the date hereof, among Agent, Lenders and Grantors and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof, made by Grantors in favor of Agent (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, each Grantor is granting to Agent for its benefit and for the ratable benefit of Lenders a security interest in such Grantor's Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

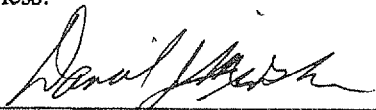
NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, each Grantor does hereby assign unto Agent for its benefit and for the ratable benefit of Lenders and grant to Agent for its benefit and for the ratable benefit of Lenders a security interest in and to such Grantor's Marks, together with a security interest in the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

[SIGNATURE PAGES FOLLOW]

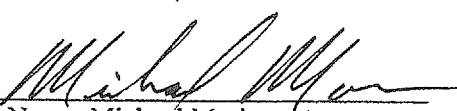
Each Grantor expressly acknowledges and affirms that the rights and remedies of Agent and Lenders with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: New York, New York
September 26, 2008

Witness:

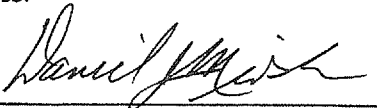


RICHELIEU FOODS, INC.

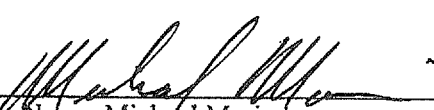
By: 

Name: Michael Morin
Title: Chief Financial Officer,
Treasurer and Secretary

Witness:

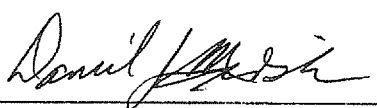


WILLOW FOODS, LLC

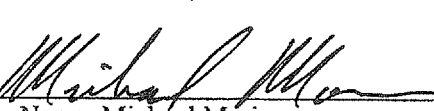
By: 

Name: Michael Morin
Title: Chief Financial Officer,
Treasurer and Secretary

Witness:

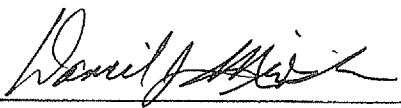


RICHELIEU GROUP, LLC

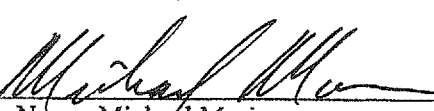
By: 

Name: Michael Morin
Title: Chief Financial Officer and
Treasurer

Witness:



CRESTAR CRUSTS, INC.

By: 

Name: Michael Morin
Title: Treasurer

[Signatures Continued on the Next Page]

STATE OF MASSACHUSETTS)

: ss.:

COUNTY OF NORFOLK)

On the 20th day of September, 2008, before me personally came Michael Monr, to me known, who being by me duly sworn, did depose and say that s/he is the CEO of RICHELIEU FOODS, INC., the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

Laurel B. Perkins
Notary Public

My Commission Expires:

Laurel B. Perkins, Notary Public
My Commission Expires August 29, 2014

STATE OF MASSACHUSETTS)

: ss.:

COUNTY OF NORFOLK)

On the 20th day of September, 2008, before me personally came Michael Monr, to me known, who being by me duly sworn, did depose and say that s/he is the CEO of WILLOW FOODS, LLC, the limited liability company described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

Laurel B. Perkins
Notary Public

My Commission Expires:

Laurel B. Perkins, Notary Public
My Commission Expires August 29, 2014

STATE OF MASSACHUSETTS)

: ss.:

COUNTY OF NORFOLK)

On the 20th day of September, 2008, before me personally came Michael Monr, to me known, who being by me duly sworn, did depose and say that s/he is the CEO of RICHELIEU GROUP, LLC, the limited liability company described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

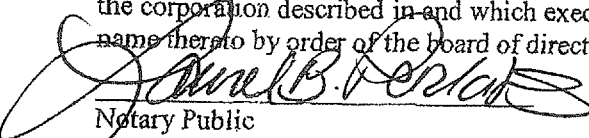
Laurel B. Perkins
Notary Public

My Commission Expires:

Laurel B. Perkins, Notary Public
My Commission Expires August 29, 2014

STATE OF MASSACHUSETTS)
COUNTY OF NORFOLK : ss.:

On the 20 day of September, 2008, before me personally came Michael Mann, to me known, who being by me duly sworn, did depose and say that s/he is the CFO of CRESTAR CRUSTS, INC., the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.


Notary Public

My Commission Expires:

Laurel B. Perkins, Notary Public
My Commission Expires August 29, 2014

[Signatures Continued from the Previous Page]

Witness:

PNC BANK, NATIONAL ASSOCIATION, as
Agent

By: _____

Name: _____

Its: _____

Thomas J. Lorenz
Senior Vice President

STATE OF CA)

COUNTY OF Twinfield) : SS.:

On the 25 day of September, 2008, before me personally came Theresa J. Lohme, to me known, who being by me duly sworn, did depose and say that s/he is the SVP of PNC BANK, NATIONAL ASSOCIATION, the corporation described in and which executed the foregoing instrument; and that s/he signed her/his name thereto by order of the board of directors of said corporation.

Notary Public
My Commission Expires:

My Commission Expires
Aug. 31, 2009

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated September 26 2008, by and among Richelieu Foods, Inc., Willow Foods, LLC, Richelieu Group, LLC, Crestar Crusts, Inc. and PNC Bank, National Association, as Agent.

Grantor: Richelieu Foods, Inc.

Trademark	Registration Number	Registration Date	Expiration Date
CHEF ANTONIO	1689621	5/26/1992	5/26/2012
GROCER'S GARDEN	1704331	7/28/1992	7/28/2012
GROCER'S GARDEN	2517683	12/11/2001	12/11/2007
Head Design	1476117	2/9/1988	2/9/2008
OAK PARK	2782062	11/11/2003	11/11/2009
PASQUALE'S & design	849520	5/21/1968	5/21/2008
PASQUALE'S (stylized)	849521	5/21/1968	5/21/2008
PIZZA PRESTO	2223540	2/16/1999	2/16/2009
RICHELIEU	1781586	7/13/1993	7/13/2013
RICHELIEU (stylized)	526735	6/27/1950	6/27/2010
Train Design	1512930	11/15/1988	11/15/2008
CATERER'S COLLECTION	3231944	4/17/2007	
RICHELIEU	2972895	7/19/2005	
BONNE CHERE	730886	5/1/62	