

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Fifth Street Finance Corp., as agent		08/31/2011	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Flatout, Inc.
Street Address:	1422 Woodland Drive
City:	Saline
State/Country:	MICHIGAN
Postal Code:	48176
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	2456847	BETTER THAN SLICED BREAD
Registration Number:	2995960	CARBDOWN
Registration Number:	3286693	FANINI GRILLERS
Registration Number:	2456804	FLATOUT
Registration Number:	3599003	FLATOUT NATURALS
Registration Number:	3693096	LAYOUT LAVASH
Registration Number:	3125332	THINK FLAT. GET THIN.
Serial Number:	77478013	FLATOUT EDGE ON
Serial Number:	77478048	FLATOUT SNACKOUTS
Serial Number:	77687299	FOLDIT
Serial Number:	77877588	
Serial Number:	77875732	

CORRESPONDENCE DATA

900202500

TRADEMARK
 REEL: 004626 FRAME: 0029

CH \$315.00 2456847

Fax Number: (312)258-5700
Phone: 312-258-5724
Email: cbollinger@schiffhardin.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Correspondent Name: Chris L. Bollinger
Address Line 1: P.O. Box 06079
Address Line 2: Schiff Hardin LLP
Address Line 4: Chicago, ILLINOIS 60606-0079

ATTORNEY DOCKET NUMBER:	27662-0076
NAME OF SUBMITTER:	Chris L. Bollinger
Signature:	/Chris L. Bollinger/
Date:	09/20/2011

Total Attachments: 5
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TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS (this "Release") is made in favor of FLATOUT, INC., a Delaware corporation ("Grantor"), by FIFTH STREET FINANCE CORP., as agent ("Lender").

WHEREAS, Grantor has granted to Lender, as agent for its self and certain other lenders, a security interest in all of Grantor's right, title and interest in and to each of its trademarks set forth on Schedule 1 (collectively the "Trademarks");

WHEREAS, Grantor has paid all of its outstanding indebtedness to Lender (other than any obligations owing to Lender, that pursuant to the terms of that certain Credit Agreement dated as of January 29, 2010, by and among Grantor, Lender and certain other lenders party thereto ("Credit Agreement"), the Loan Documents (as defined in the Credit Agreement) survive the termination of the Credit Agreement and Loan Documents).

WHEREAS, Lender wishes to release its security interest in the Trademarks and to reassign to Grantor all of Lender's right, title and interest in and to the Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Lender hereby terminates, cancels and releases any security interest it may have in the Trademarks and reassigns to Grantor any rights it may have in the Trademarks.

Lender shall take all further actions, and provide to Grantor, its successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), reasonably requested by Grantor to more fully and effectively effectuate the purposes of this Release (provided, the preparation, execution and delivery of any and all such documents and other instructions shall be at Grantor's expense).

* * * * *

IN WITNESS WHEREOF, Lender has caused this Release to be executed by their duly authorized representatives as of this 31 day of August, 2011.

FIFTH STREET FINANCE CORP.

By: Fifth Street Management LLC,
a Delaware limited liability company, its Agent

By: Bernard D. Berman
Name: Bernard D. Berman
Title: President

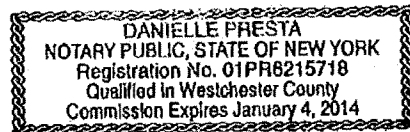
ACKNOWLEDGMENT

STATE OF New York)
COUNTY OF Westchester)

On this 31st day of August, 2011, before me personally appeared Bernard D. Berman, proved to me on the basis of satisfactory evidence to be the person who executed the foregoing instrument on behalf of Fifth Street Finance Corp. who being by me duly sworn did depose and say that he/she is an authorized officer of said corporation, that the said instrument was signed on behalf of said corporation as authorized by said corporation and that he acknowledged said instrument to be the free act and deed of said corporation.

Danielle Presta
Notary Public
My Commission Expires: January 4, 2014

(NOTARIAL SEAL)



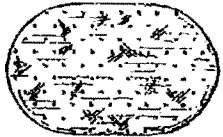

SCHEDULE 1

TRADEMARKS

(See attached)

TRADEMARK	NATION	STATUS	REG. NO. / SERIAL NO.	COMMENTS
BETTER THAN SLICED BREAD®	USA	Registration Issued on 06/05/01	2,456,847	U.S. Renewal Deadline is 06/05/11
CARBDOWN®	USA	Registration Issued on 09/13/05	2,995,960	Section 8 & 15 Affidavit of Use Due Between 09/13/10 and 09/13/11
FANINI GRILLERS® (And Design)	USA	Registration Issued on 08/28/07	3,286,693	Section 8 & 15 Affidavit of Use Due Between 08/28/12 and 08/28/13
FLATOUT®	USA	Registration Issued On 06/05/01	2,456,804	U.S. Renewal Deadline is 06/05/11
FLATOUT®	CANADA	Registration Issued On 11/21/08	TMA729,157	Canadian Renewal Deadline is 11/21/23
FLATOUT®	EUROPEAN COMMUNITY	Registration Issued On 09/22/08	980 650	European Renewal Deadline Is 09/22/18
FLATOUT EDGE ON™	USA	Allowed Filed On 05/19/08	77/478,013	Notice Of Allowance Issued On 09/29/09. Need To File Statement Of Use By 03/29/10 Need Specimen Of Use Showing The FLATOUT EDGE ON™ Mark As Used On Actual Products

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FLATOUT NATURALS®	USA	Registration Issued On 03/31/09	3,599,003	Section 8 & 15 Affidavit of Use Due Between 03/31/14 and 03/31/15
FLATOUT SNACKOUTS™	USA	Allowed Filed on 05/19/08	77/478,048	Notice Of Allowance Issued On 09/29/09. Need To File Statement Of Use By 03/29/10 Need Specimen Of Use Showing The FLATOUT SNACKOUTS™ Mark As Used On Actual Products
FOLDIT™	USA	Allowed Filed on 03/10/09	77/687,299	Statement of Use Filed on November 18, 2009
LAYOUT LAVASH® (And Design)	USA	Registration Issued On 10/06/09	3,693,096	Section 8 & 15 Affidavit Of Use Due Between 10/06/14 And 10/06/15
THINK FLAT. GET THIN®	USA	Registration Issued On 08/08/06	3,125,332	Section 8 & 15 Affidavit of Use Due Between 08/08/11 and 08/08/12
	USA	Pending Filed on November 20, 2009	77/877,588	Application Is Pending Foreign Filing Deadline Is May 20, 2010
	USA	Pending Filed on November 18, 2009	77/875,732	Application Is Pending Foreign Filing Deadline Is May 18, 2010

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