

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
Hunter's Specialties, inc.		09/16/2011	CORPORATION: IOWA

RECEIVING PARTY DATA

Name:	Midwest Mezzanine Fund III, L.P., as Collateral Agent
Street Address:	55 West Monroe Street, Suite 3650
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60603
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

PROPERTY NUMBERS Total: 23

Property Type	Number	Word Mark
Registration Number:	3506296	COYOTE HOOKER
Registration Number:	3525316	INFINITY LATEX
Registration Number:	3525402	BULL HOOKER
Registration Number:	3537540	HUNTER'S SPECIALTIES
Registration Number:	3547933	BOILER ROOM
Registration Number:	3579622	WAYNE CARLTON'S CALLS
Registration Number:	3617792	MOISTURE TRAP
Registration Number:	3634158	NO-MAR
Registration Number:	3648594	RING ZONE
Registration Number:	3648652	GOBBLER GRENADE
Registration Number:	3681159	YETI
Registration Number:	3800725	HS
Registration Number:	3830245	SCENT WAFERS
Registration Number:	3850705	HS

CH \$590.00 3506296

Registration Number:	3864250	RETRACT-A-DRAG
Registration Number:	3929998	VITA-RACK LICK SITE
Registration Number:	3941976	VITA-RACK GORGE
Registration Number:	3953734	STRUT
Serial Number:	85089411	SCENT-A-WAY
Serial Number:	85293149	TONE TROUGH
Serial Number:	85293137	TONE BRIDGE
Serial Number:	77705391	PRIMETIME
Serial Number:	77812838	TEK 4

CORRESPONDENCE DATA

Fax Number: (312)803-5299
Phone: (312) 845-3430
Email: kalwa@chapman.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Correspondent Name: Richard Kalwa
Address Line 1: 111 West Monroe Street
Address Line 2: Chapman and Cutler LLP
Address Line 4: Chicago, ILLINOIS 60603

ATTORNEY DOCKET NUMBER:	1608579
NAME OF SUBMITTER:	Richard Kalwa
Signature:	/richard kalwa/
Date:	09/22/2011

Total Attachments: 8
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**SECOND AMENDMENT TO
TRADEMARK SECURITY AGREEMENT**

This SECOND AMENDMENT TO TRADEMARK SECURITY AGREEMENT, effective as of September 16, 2011 (the "*Second Amendment*") is by and between HUNTER'S SPECIALTIES, INC., an Iowa corporation (the "*Corporation*"), and MIDWEST MEZZANINE FUND III, L.P., a Delaware limited partnership ("*Midwest*"), as collateral agent (in its capacity as such, the "*Agent*") on behalf of Midwest and CENTERFIELD CAPITAL PARTNERS, L.P., a Delaware limited partnership ("*Centerfield*", together with Midwest, the "*Senior Subordinated Lenders*").

RECITALS

A. The Corporation and the Senior Subordinated Lenders have heretofore entered into that certain Trademark Security Agreement dated as of July 8, 2003, as amended by that certain Second Amendment to Trademark Security Agreement dated as of July 8, 2008 (as amended, the "*Trademark Security Agreement*").

B. The Corporation has informed the Agent that the Corporation now owns certain additional Trademarks and Trademark Applications as shown on the attached Exhibit A.

C. Pursuant to the authority granted in Section 5 and Section 15 of the Trademark Security Agreement, the Agent has been authorized by the Corporation to amend the Trademark Security Agreement by replacing Schedule A to the Trademark Security Agreement (the "*Current Schedule A*") with Schedule A attached hereto (the "*Replacement Schedule A*").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Agent hereby amends Schedule A to the Trademark Security Agreement by substituting the Replacement Schedule A in place of the Current Schedule A.

This Second Amendment shall be governed by the internal laws of the State of Illinois and applicable federal law. Except as modified hereby, no other changes or modifications to the Trademark Security Agreement are intended or implied and the Trademark Security Agreement amended by this Second Amendment shall be read and construed as one agreement.

IN WITNESS WHEREOF, the applicable parties hereto have duly executed this Second Amendment as of the day and year first above written.

MIDWEST MEZZANINE FUND III, L.P., as
Collateral Agent


By: MMF Capital Management LLC, its
Investment Manager

By: 
J. Allan Kayler, Senior Managing Director

ACKNOWLEDGED AND AGREED:

HUNTER'S SPECIALTIES, INC.

By: 
David R. Forbes, Co-Chief Executive Officer

By: 
Carman S. Forbes, Co-Chief Executive Officer

ACKNOWLEDGMENT

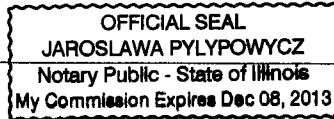
STATE OF ILLINOIS)
)SS.
COUNTY OF COOK)

I, JAROSLAWA PYLYPOWYCZ a Notary Public in and for and residing in said County and State, DO HEREBY CERTIFY THAT J. Allan Kayler, a Senior Managing Director of MMF Capital Management LLC, the Investment Manager of Midwest Mezzanine Fund III, LP, a Delaware limited partnership, personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he signed and delivered said instrument as his own free and voluntary act and as the free and voluntary act of said corporation as the general partner of said limited partnership for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 16th day of September, 2011.

Jaroslawa Pylypowycz
Notary Public
Cook County, Illinois

My Commission Expires:



ACKNOWLEDGMENT

STATE OF IOWA)
)SS.
COUNTY OF LINN)

The foregoing Second Amendment to Trademark Security Agreement was executed and acknowledged before me this 16th day of September, 2011, by David R. Forbes and Carman S. Forbes, personally known to me to be the Co-Chief Executive Officers of Hunter's Specialties, Inc., an Iowa corporation, on behalf of such corporation.

Sara Gibbs
Notary Public

Linn County, Iowa

My Commission Expires:

August 16, 2014



SG 9/16/11

EXHIBIT A
(ADDITIONAL REGISTERED TRADEMARKS OWNED BY
HUNTER'S SPECIALTIES, INC.)

<u>MARK</u>	<u>REG. NUMBER</u>	<u>REGISTERED</u>
COYOTE HOOKER	3506296	9/23/08
INFINITY LATEX	3525316	10/28/08
BULL HOOKER	3525402	10/28/08
HUNTER'S SPECIALTIES	3537540	11/25/08
BOILER ROOM	3547933	12/16/08
WAYNE CARLTON'S CALLS	3579622	2/24/09
MOISTURE TRAP	3617792	5/5/09
NO-MAR	3634158	6/9/09
RING ZONE	3648594	6/30/09
GOBBLE GRENADE	3648652	6/30/09
YETI	3681159	9/8/09
HS	3800725	6/8/10
SCENT WAFERS	3830245	8/10/10
HS	3850705	9/21/10
RETRACT-A-DRAG	3864250	10/19/10
VITA-RACK LICK SITE	3929998	3/8/11
VITA-RACK GEORGE	3941976	4/5/11
STRUT	3953734	5/3/11

(Additional Trademark Applications Owned
by Hunter's Specialties, Inc.)

TRADEMARK APPLICATIONS

<u>TRADEMARK</u>	<u>SERIES NUMBER</u>	<u>APPLICATION DATE</u>
SCENT-A-WAY	85089411	7/21/10
TONE TROUGH	85293149	4/12/11
TONE BRIDGE	85293137	4/12/11
PRIMETIME	77705391	4/12/09
TEK 4	77812838	8/26/09

**SCHEDULE A
TO TRADEMARK SECURITY AGREEMENT**

**REGISTERED TRADEMARKS OWNED BY
HUNTER'S SPECIALTIES, INC.**

MARK	REG. NUMBER	REGISTERED
CAMO COMPAC	1167933	09/08/81
BOW FLAGE	1186302	01/19/82
H.S. STRUT	1398670	06/24/86
H.S. CAMO	1697787	06/30/92
FOR SPORTSMEN, BY...	1703467	07/28/92
PRIMETIME	1863805	11/22/94
SCENTWICKS	1877719	02/07/95
H.S. SCENTS	1887171	04/04/95
HUNTER'S HEAD	1888140	04/11/95
BUNSAVER	1980511	06/18/96
FRESH SCRAPE	2083068	07/29/97
HUNTER'S SPECIALTIES	2100582	09/30/97
TRUE TALKER	2240808	04/20/99
RETRACT-A-DRAG	2334035	03/21/00
D-SHAPED SEAT CUSHION	IOWA 241911	04/27/00
WATERFOWL DECOY	IOWA 246961	10/02/00
BUTTOLO	2437307	03/20/01
CAMOSHIELD	2447045	04/24/01
STINGER STICK	2447082	04/24/01
WOOD WITCH	2447083	04/24/01
UNDERTAKER	2454031	05/22/01
SQUEEZE ME	2460494	06/12/01
ALUMIWITCH	2520336	12/19/01
D-SHAPED SEAT CUSHION DESIGN	2536782	02/05/02

Borrower also claims common law trademarks in all marks included in its catalog.

MARK	REG. NUMBER	REGISTERED
SMELL INVISIBLE	2580547	06/18/02
BLACK ICE	2745283	07/29/03
RINGER	2745282	07/29/03
VITA-RACK	2748935	08/05/03
BILL COLLECTOR	2913973	12/21/04
PANHANDLER	2915316	12/28/04
BREEDER STAKE	2915317	12/28/04
TRUE HOOT	2918213	1/11/05
GAMEKEEPER	2920100	1/18/05
THUNDER TWISTER	2924424	2/1/05
ALUMI DEUCE	2968585	7/12/05
THE FANG	3093864	5/16/06
JOHNNY STEWART	3,095073	5/23/06
MAC DADDY	3136,548	8/29/06
PRIMETIME BUCKS	3251687	6/12/07
PRIMETIME BULLS	3251691	6/12/07
OPERATION PREDATOR	3251693	6/12/07
CUTT'N & STRUTT'N	3251695	6/12/07
TAKE 'EM	3251696	6/12/07
HUNTERS SPECIALTIES	3376909	2/5/08
BUTT OUT	3399099	3/18/08
COYOTE HOOKER	3506296	9/23/08
INFINITY LATEX	3525316	10/28/08
BULL HOOKER	3525402	10/28/08
HUNTER'S SPECIALTIES	3537540	11/25/08
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