

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
C. B. Fleet Company, Incorporated		03/15/2012	CORPORATION: VIRGINIA

RECEIVING PARTY DATA

Name:	Wells Fargo Bank, National Association, as Administrative Agent
Street Address:	201 S. Jefferson Street, 2nd Floor
Internal Address:	MAC R4050-021
City:	Roanoke
State/Country:	VIRGINIA
Postal Code:	24011
Entity Type:	a national banking association: UNITED STATES

PROPERTY NUMBERS Total: 38

Property Type	Number	Word Mark
Registration Number:	315097	FLEET
Registration Number:	1501867	FLEET
Registration Number:	3690580	FLEET
Registration Number:	827120	FLEET
Registration Number:	967379	FLEET
Registration Number:	1436171	FLEET
Registration Number:	986059	FLEET BAGENEMA
Registration Number:	590569	FLEET ENEMA
Registration Number:	1801840	FLEET BABYLAX
Registration Number:	1865559	FLEET
Registration Number:	2929498	FLEET ENEMA EXTRA
Registration Number:	2929499	FLEET ENEMA EXTRA
Registration Number:	3451494	FLEET LABORATORIES

OP \$965.00 315097

Registration Number:	3494407	FLEET
Registration Number:	3559379	FLEET
Registration Number:	3639392	FLEET
Registration Number:	3639393	FLEET
Registration Number:	3639394	FLEET
Registration Number:	973790	SUMMER'S EVE
Registration Number:	1519502	SUMMER'S EVE
Registration Number:	1540013	SUMMER'S EVE
Registration Number:	2185922	SUMMER'S EVE
Registration Number:	3063429	SUMMER'S EVE
Registration Number:	3063430	SUMMER'S EVE
Registration Number:	3383145	SUMMER'S EVE
Registration Number:	4071552	SUMMER'S EVE
Registration Number:	4071549	S E
Registration Number:	4071550	S E
Registration Number:	4071548	
Registration Number:	4071554	
Registration Number:	3407203	
Serial Number:	85422135	FLEET RELIVA
Serial Number:	77670373	FLEET RELIVA
Serial Number:	77904217	FLEET RELIVA
Serial Number:	85422144	RELIVA
Serial Number:	77670421	RELIVA
Serial Number:	77904259	RELIVA
Serial Number:	77775108	FLEET LABORATORIES

CORRESPONDENCE DATA

Fax Number: (704)343-2300

Phone: (704) 373-4640

Email: bsmith@mcguirewoods.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Betty G. Smith, Senior Paralegal

Address Line 1: McGuireWoods LLP, 201 N. Tryon Street

Address Line 2: 30th Floor

Address Line 4: Charlotte, NORTH CAROLINA 28202

ATTORNEY DOCKET NUMBER:

2029724-0551

TRADEMARK

REEL: 004737 FRAME: 0461

	Betty G. Smith
Signature:	/Betty G. Smith/
Date:	03/15/2012
Total Attachments: 6 source=C. B. Fleet Company, Incorporated-Notice of Grant of Security Interest in Trademarks#page1.tif source=C. B. Fleet Company, Incorporated-Notice of Grant of Security Interest in Trademarks#page2.tif source=C. B. Fleet Company, Incorporated-Notice of Grant of Security Interest in Trademarks#page3.tif source=C. B. Fleet Company, Incorporated-Notice of Grant of Security Interest in Trademarks#page4.tif source=C. B. Fleet Company, Incorporated-Notice of Grant of Security Interest in Trademarks#page5.tif source=C. B. Fleet Company, Incorporated-Notice of Grant of Security Interest in Trademarks#page6.tif	

**NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

Dated as of March 15, 2012

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Collateral Agreement dated as of March 15, 2012 (as amended, restated, supplemented or otherwise modified from time to time, the "Agreement") among the Grantor (as defined below), the other grantors party thereto and the Administrative Agent (as defined below) for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications on Schedule A to the Administrative Agent for the ratable benefit of the Secured Parties.

The Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in such trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

Very truly yours,

GRANTOR:

C. B. FLEET COMPANY,
INCORPORATED

C. B. Fleet Company, Incorporated
4615 Murray Place
Lynchburg, VA 24502

By: [Signature]
Name: Robert A. Lemon, Jr.
Title: Vice President, Chief
Financial Officer

JURISDICTION OF FORMATION OF
GRANTOR: Virginia

COMMONWEALTH OF VIRGINIA:

City
COUNTY OF Lynchburg:

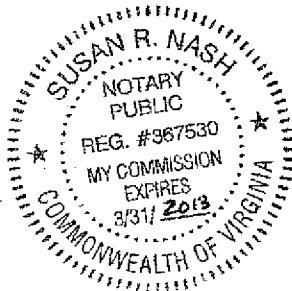
I, Susan R. Wash, a Notary Public for said City and State, do hereby certify that Robert A. Lemon, Jr. personally appeared before me this day and stated that he is Vice President, Chief Financial Officer of C. B. Fleet Company, Incorporated, a Virginia corporation and acknowledged on behalf of C. B. Fleet Company, Incorporated the due execution of the foregoing instrument.

Witness my hand and official seal, this 1st day of March, 2012.

[Signature]
Notary Public

My Commission Expires:

3.31.2013



Notice of Grant of Security Interest in Trademarks
C.B. Fleet Company, Incorporated
Signature Page

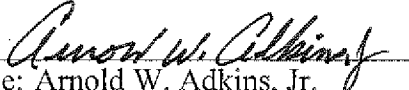
TRADEMARK
REEL: 004737 FRAME: 0464

Acknowledged and accepted:

ADMINISTRATIVE AGENT:

Wells Fargo Bank, National Association
MAC R4050-021
201 S. Jefferson Street, 2nd Floor
Roanoke, VA 24011

**WELLS FARGO BANK,
NATIONAL ASSOCIATION**

By: 
Name: Arnold W. Adkins, Jr.
Title: Senior Vice President

**SCHEDULE A
TO
NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

TRADEMARK REGISTRATIONS

OWNER	COUNTRY	MARK	REG. NO.	DUE DATE §8's, Renewals
C.B. Fleet Company, Incorporated	United States	FLEET	315,097	R 7/17/2014
C.B. Fleet Company, Incorporated	United States	FLEET	1,501,867	R 8/30/2018
C.B. Fleet Company, Incorporated	United States	FLEET	3690580	§8 9/29/2015 R 9/29/2019
C.B. Fleet Company, Incorporated	United States	FLEET & Design	827,120	R 4/11/2017
C.B. Fleet Company, Incorporated	United States	FLEET & Design	967,379	R 9/4/2013
C.B. Fleet Company, Incorporated	United States	FLEET & Design	1,436,171	R 4/14/2017
C.B. Fleet Company, Incorporated	United States	FLEET BAGENEMA & Design	986,059	R 6/11/2014
C.B. Fleet Company, Incorporated	United States	FLEET ENEMA (Stylized)	590,569	R 6/1/2014
C.B. Fleet Company, Incorporated	United States	FLEET BABYLAX	1,801,840	R 11/2/2013
C.B. Fleet Company, Incorporated	United States	FLEET	1,865,559	R 12/6/2014
C.B. Fleet Company, Incorporated	United States	FLEET ENEMA EXTRA (words)	2929498	R 3/1/2015
C.B. Fleet Company, Incorporated	United States	FLEET ENEMA EXTRA (Stylized)	2929499	R 3/1/2015
C.B. Fleet Company, Incorporated	United States	FLEET LABORATORIES AND Swoosh Design (Child)	3451494	§8 6/17/2014 R 6/17/2018
C.B. Fleet Company, Incorporated	United States	RESTAGE – FLEET FLEET & Carton Design (Green Swoosh)	3,494,407 #6605	§8 9/2/2014 R 9/2/2018

OWNER	COUNTRY	MARK	REG. NO.	DUE DATE §8's, Renewals
C.B. Fleet Company, Incorporated	United States	RESTAGE – FLEET FLEET & Carton Design (Green Swoosh)	3,559,379 #6606	§8 1/13/2015 R 1/13/2019
C.B. Fleet Company, Incorporated	United States	RESTAGE – FLEET FLEET & Carton Design (Green Tri- color)	3,639,392 #6775	§8 6/16/2015 R 6/16/2019
C.B. Fleet Company, Incorporated	United States	RESTAGE – FLEET FLEET & Carton Design (Green & Yellow)	3,639,393 #6776	§8 6/16/2015 R 6/16/2019
C.B. Fleet Company, Incorporated	United States	RESTAGE – FLEET FLEET & Carton Design (Green & Orange)	3,639,394 #6777	§8 6/16/2015 R 6/16/2019
C.B. Fleet Company, Incorporated	United States	SUMMER'S EVE	973,790	R 11/27/2013
C.B. Fleet Company, Incorporated	United States	SUMMER'S EVE	1,519,502	R 1/10/2019
C.B. Fleet Company, Incorporated	United States	SUMMER'S EVE	1,540,013	R 5/23/2019
C.B. Fleet Company, Incorporated	United States	SUMMER'S EVE	2185922	R 9/1/2018
C.B. Fleet Company, Incorporated	United States	SUMMER'S EVE	3063429	§8 2/28/2012 (F) R 2/28/2016
C.B. Fleet Company, Incorporated	United States	SUMMER'S EVE	3063430	§8 2/28/2012 (F) R 2/28/2016
C.B. Fleet Company, Incorporated	United States	"Curved" SUMMER'S EVE	3383145	§8 2/12/2014 R 2/12/2018
C.B. Fleet Company, Incorporated	United States	SUMMER'S EVE (Stylized Yoni Version)	4071552	§8 12/13/17 R 12/13/21
C.B. Fleet Company, Incorporated	United States	S/E Inside Yoni Design	4071549	§8 12/13/17 R 12/13/21
C.B. Fleet Company, Incorporated	United States	S/E (Stylized Yoni Version)	4071550	§8 12/13/17 R 12/13/21
C.B. Fleet Company, Incorporated	United States	YONI DESIGN	4071548	§8 12/13/17 R 12/13/21
C.B. Fleet Company, Incorporated	United States	YONI FLOWERS AND LEAVES DESIGN	4071554	§8 12/13/17 R 12/13/21

<u>OWNER</u>	<u>COUNTRY</u>	<u>MARK</u>	<u>REG. NO.</u>	<u>DUE DATE</u> <u>§8's, Renewals</u>
C.B. Fleet Company, Incorporated	United States	Two Leaves Design (part of new curved S.E. carton)	3407203	§8 4/1/2014 R 4/1/2018

TRADEMARK APPLICATIONS

<u>OWNER</u>	<u>COUNTRY</u>	<u>MARK</u>	<u>SERIAL</u> <u>NO.</u>	<u>DATE OF</u> <u>APPLICATION</u>
C.B. Fleet Company, Incorporated	United States	FLEET RELIVA	85422135	9/14/11
C.B. Fleet Company, Incorporated	United States	FLEET RELIVA	77670373	2/13/09
C.B. Fleet Company, Incorporated	United States	FLEET RELIVA	77904217	1/4/10
C.B. Fleet Company, Incorporated	United States	RELIVA	85422144	9/14/11
C.B. Fleet Company, Incorporated	United States	RELIVA	77670421	2/13/09
C.B. Fleet Company, Incorporated	United States	RELIVA	77904259	1/4/10
C.B. Fleet Company, Incorporated	United States	FLEET LABORATORIES AND SWOOSH DESIGN	77775108	7/6/09

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