

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
Clif Bar & Company		05/15/2012	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Administrative Agent
Street Address:	800 Fifth Avenue, Floor 17
Internal Address:	Mail Code: WA1-501-17-32
City:	Seattle
State/Country:	WASHINGTON
Postal Code:	98104
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 107

Property Type	Number	Word Mark
Registration Number:	4063447	MOUNTAIN MIX
Registration Number:	3310033	TAKE A LUNA MOMENT
Registration Number:	3324403	NECTAR
Registration Number:	3339651	NUTRITION FOR SUSTAINED ENERGY
Registration Number:	3332512	CLIF
Registration Number:	3255484	RAZZ
Registration Number:	3339509	CLIF SHOT
Registration Number:	3722416	CRAN-RAZZ
Registration Number:	3321318	CLIF BAR FAMILY WINERY
Registration Number:	3148793	CLIF ZBAR
Registration Number:	3203140	THE NATURAL PERFORMANCE ENHANCER
Registration Number:	3437889	SALTY NEVER TASTED SO SWEET
Registration Number:	3345539	CLIF KID

OP \$2690.00 4063447

Registration Number:	3366788	CLIF KIDS
Registration Number:	3283672	LUNA SUNRISE
Registration Number:	3450901	CLIF MOJO
Registration Number:	3155226	NOT YOUR ORDINARY SNACK
Registration Number:	3153280	LUNA CHIX
Registration Number:	3336213	COOL TAG
Registration Number:	3090033	START GLOBAL COOLING
Registration Number:	3175218	CLIF NECTAR - THE ESSENCE OF SIMPLE
Registration Number:	3246159	
Registration Number:	3057646	SHOT BLOKS
Registration Number:	3216972	
Registration Number:	3226697	LUNAPRO
Registration Number:	3226696	CLIFCRUNCH
Registration Number:	3128895	CLIFPRO
Registration Number:	3172294	COOKIES 'N CREAM DELIGHT
Registration Number:	3029171	CLIF SHOT
Registration Number:	3175120	CLIF NECTAR
Registration Number:	3230623	WHOLE NUTRITION FOR WOMEN
Registration Number:	3159965	SB19 COMPLIANT GUARDING AGAINST CHILD OBESITY WITHIN CALIFORNIA SCHOOLS
Registration Number:	2956269	THE ENTIRELY NATURAL PROTEIN BAR
Registration Number:	2920792	CLIF BAR PACE TEAM
Registration Number:	2941780	MOJO MOUNTAIN MIX
Registration Number:	2939853	MOJO
Registration Number:	2945915	BUILDER'S
Registration Number:	3064298	LUNA MOM'S CLUB
Registration Number:	2807508	PEANUT TOFFEE BUZZ
Registration Number:	3584461	CRAMP BUSTER
Registration Number:	3592878	CRAMP BUSTER
Registration Number:	3854908	CLIF CRUNCH
Registration Number:	3848717	CLIF FAMILY FARM
Registration Number:	3729827	IN GOOD COMPANY
Registration Number:	3842287	CLIF
Registration Number:	3842286	CLIF BAR
Registration Number:	3842162	LUNA

Registration Number:	3696812	LUNA COOKIE
Registration Number:	3700036	CLEAN + NATURAL PERFORMANCE
Registration Number:	3572291	CLIF KID ORGANIC ZBAR
Registration Number:	3523359	CLIF BAR GREEN NOTES
Registration Number:	3523358	GREEN NOTES
Registration Number:	3435304	LUNA
Registration Number:	3435303	CLIF KID
Registration Number:	3391730	MOJO
Registration Number:	3391729	CLIF MOJO
Registration Number:	3391728	LUNA
Registration Number:	3391727	MOJO
Registration Number:	3391726	CLIF MOJO
Registration Number:	3391725	CLIF MOJO
Registration Number:	3391724	CLIF MOJO
Registration Number:	3422431	CLIF
Registration Number:	3362201	LEMONZEST
Registration Number:	3517412	LUNA SPORT
Registration Number:	3362186	CLIF SHOT
Registration Number:	3761530	CLIF SHOT ROKS
Registration Number:	3669829	2 SHOTS
Registration Number:	3664113	1 SHOT
Registration Number:	3477534	1/2 SHOT
Registration Number:	3387084	HYDRATION FOR WOMEN
Registration Number:	3364531	HYDRATING KIDS IN MOTION
Registration Number:	3477333	CLIF KID ORGANIC TWISTED FRUIT
Registration Number:	3437088	CLIF KID SPLASHERS
Registration Number:	3554622	NOURISHING KIDS IN MOTION
Registration Number:	3370059	CLIF KID
Registration Number:	3384001	GREENNOTES
Registration Number:	3350887	LUNA ELIXIR
Registration Number:	3284611	
Registration Number:	3315638	LUNA TEA CAKES
Registration Number:	3232305	
Registration Number:	3342262	MORNING NUTRITION FOR WOMEN
Registration Number:	2586930	FILMS BY...FOR...ABOUT WOMEN

	2573420	CLIF BAR
Registration Number:	2740720	LITTER LEASH
Registration Number:	2669967	LUNAFEST
Registration Number:	2558445	COOL MINT CHOCOLATE
Registration Number:	2582744	LUNA
Registration Number:	2518024	THE WHOLE NUTRITION BAR FOR WOMEN
Registration Number:	2416447	NUTZ OVER CHOCOLATE
Registration Number:	2491560	LEMONZEST
Registration Number:	2089043	SHOT
Registration Number:	2089042	CLIF
Registration Number:	2143787	CLIF BAR
Serial Number:	85580297	MEET THE MOMENT
Serial Number:	85512685	PROTECTING THE PLACES WE PLAY
Serial Number:	85509920	SEED MATTERS
Serial Number:	85440617	LUNA
Serial Number:	85424628	THE PROTEIN BAR THAT WORKS AS HARD AS YOU DO
Serial Number:	85335698	KIT'S ORGANIC
Serial Number:	85331162	CLIF KID
Serial Number:	85331156	CLIF KID
Serial Number:	85331150	CLIF KID ZBAR
Serial Number:	85296023	ZFRUIT
Serial Number:	85296018	CLIF KID ZBAR
Serial Number:	77914845	WHITE ROAD/RED ROAD
Serial Number:	77839666	
Serial Number:	77719799	LUNA PERLS

CORRESPONDENCE DATA

Fax Number: 9194168328
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 9192868041
Email: pto_tmconfirmation@mvalaw.com
Correspondent Name: Moore & Van Allen PLLC
Address Line 1: 430 Davis Drive
Address Line 2: Suite 500
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER: 017625-4759 JES

	John E. Slaughter
Signature:	/John E. Slaughter/
Date:	05/30/2012
Total Attachments: 6 source=NGSI-T#page1.tif source=NGSI-T#page2.tif source=NGSI-T#page3.tif source=NGSI-T#page4.tif source=NGSI-T#page5.tif source=NGSI-T#page6.tif	

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

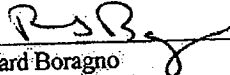
Please be advised that pursuant to the Security and Pledge Agreement dated as of May 15, 2012 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications set forth on Schedule 1 hereto to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations.

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

[Signature Pages Follow]

Very truly yours,

CLIF BAR & COMPANY,
a California corporation

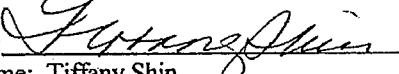
By: 
Name: Richard Boragno
Title: Chief Financial Officer

CHAR11264592

TRADEMARK
REEL: 004790 FRAME: 0720

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: 

Name: Tiffany Shin

Title: Assistant Vice President

CHAR11264592

TRADEMARK
REEL: 004790 FRAME: 0721

Schedule 1

**Clif Bar & Company
(California Corporation)**

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
MOUNTAIN MIX	4063447	11/29/11
TAKE A LUNA MOMENT	3310033	10/09/07
NECTAR	3324403	10/30/07
NUTRITION FOR SUSTAINED ENERGY	3339651	11/20/07
CLIF and Design	3332512	11/06/07
RAZZ	3255484	06/26/07
CLIF SHOT and Design	3339509	11/20/07
CRAN-RAZZ	3722416	12/08/09
CLIF BAR FAMILY WINERY	3321318	10/23/07
CLIF ZBAR	3148793	09/26/06
THE NATURAL PERFORMANCE ENHANCER	3203140	01/23/07
SALTY NEVER TASTED SO SWEET	3437889	05/27/08
CLIF KID	3345539	11/27/07
CLIF KIDS and Design	3366788	01/08/08
LUNA SUNRISE	3283672	08/21/07
CLIF MOJO	3450901	06/17/08
NOT YOUR ORDINARY SNACK	3155226	10/10/06
LUNA CHIX	3153280	10/10/06
COOL TAG	3336213	11/13/07
START GLOBAL COOLING	3090033	05/09/06
CLIF NECTAR – THE ESSENCE OF SIMPLE	3175218	11/21/06
Design only	3246159	05/29/07
SHOT BLOKS	3057646	02/07/06
Design only	3216972	03/13/07
LUNAPRO	3226697	04/10/07
CLIF CRUNCH	3226696	04/10/07
CLIFPRO	3128895	08/15/06
COOKIES 'N CREAM DELIGHT	3172294	11/14/06
CLIF SHOT	3029171	12/13/05
CLIF NECTAR	3175120	11/21/06
WHOLE NUTRITION FOR WOMEN	3230623	04/17/07
SB19 COMPLIANT GUARDING AGAINST	3159965	10/17/06

Mark	Registration No.	Registration Date
CHILD OBESITY WITHIN CALIFORNIA SCHOOLS and Design		
THE ENTIRELY NATURAL PROTEIN BAR	2956269	05/24/05
CLIF BAR PACE TEAM and Design	2920792	01/25/05
MOJO MOUNTAIN MIX and Design	2941780	04/19/05
MOJO	2939853	04/12/05
BUILDER'S	2945915	05/03/05
LUNA MOM'S CLUB	3064298	02/28/06
PEANUT TOFFEE BUZZ	2807508	01/20/04
CRAMP BUSTER and Design	3584461	03/03/09
CRAMP BUSTER	3592878	03/17/09
CLIF CRUNCH	3854908	09/28/10
CLIF FAMILY FARM	3848717	09/14/10
IN GOOD COMPANY	3729827	12/22/09
CLIF and Design	3842287	08/31/10
CLIF BAR and Design	3842286	08/31/10
LUNA and Design	3842162	08/31/10
LUNA COOKIE	3696812	10/13/09
CLEAN + NATURAL PERFORMANCE	3700036	10/20/09
CLIF KID ORGANIC ZBAR	3572291	02/10/09
CLIF BAR GREEN NOTES and Design	3523359	10/28/08
GREEN NOTES and Design	3523358	10/28/08
LUNA	3435304	05/27/08
CLIF KID and Design	3435303	05/27/08
MOJO and Design	3391730	03/04/08
CLIF MOJO and Design	3391729	03/04/08
LUNA and Design	3391728	03/04/08
MOJO and Design	3391727	03/04/08
CLIF MOJO and Design	3391726	03/04/08
CLIF MOJO and Design	3391725	03/04/08
CLIF MOJO and Design	3391724	03/04/08
CLIF and Design	3422431	05/06/08
LEMONZEST	3362201	01/01/08
LUNA SPORT	3517412	10/14/08
CLIF SHOT	3362186	01/01/08
CLIF SHOT ROKS	3761530	03/16/10
2 SHOTS and Design	3669829	08/18/09
1 SHOT and Design	3664113	08/04/09
1/2 SHOT and Design	3477534	07/29/08
HYDRATION FOR WOMEN	3387084	02/19/08
HYDRATING KIDS IN MOTION	3364531	01/08/08
CLIF KID ORGANIC TWISTED FRUIT	3477333	07/29/08
CLIF KID SPLASHERS	3437088	05/27/08

Mark	Registration No.	Registration Date
NOURISHING KIDS IN MOTION	3554622	12/30/08
CLIF KID	3370059	01/15/08
GREENNOTES	3384001	02/19/08
LUNA ELIXIR	3350887	12/11/07
Design only	3284611	08/28/07
LUNA TEA CAKES	3315638	10/23/07
Design only	3232305	04/24/07
MORNING NUTRITION FOR WOMEN	3342262	11/20/07
FILMS BY...FOR...ABOUT WOMEN	2586930	06/25/02
CLIF BAR	2573420	05/28/02
LITTER LEASH	2740720	07/22/03
LUNAFEST	2669967	12/31/02
COOL MINT CHOCOLATE	2558445	04/09/02
LUNA and Design	2582744	06/18/02
THE WHOLE NUTRITION BAR FOR WOMEN	2518024	12/11/01
NUTZ OVER CHOCOLATE	2416447	12/26/00
LEMONZEST	2491560	09/18/01
SHOT	2089043	08/19/97
CLIF	2089042	08/19/97
CLIF BAR and Design	2143787	03/17/98

Pending Applications

Mark	Application No.	Filing Date
MEET THE MOMENT	85580297	03/26/12
PROTECTING THE PLACES WE PLAY	85512685	01/10/12
SEED MATTERS and Design	85509920	01/05/12
LUNA and Design	85440617	10/06/11
THE PROTEIN BAR THAT WORKS AS HARD AS YOU DO	85424628	09/16/11
KIT'S ORGANIC	85335698	06/01/11
CLIF KID and Design	85331162	05/26/11
CLIF KID and Design	85331156	05/26/11
CLIF KID ZBAR and Design	85331150	05/26/11
ZFRUIT	85296023	04/15/11
CLIF KID ZBAR	85296018	04/15/11
WHITE ROAD/RED ROAD	77914845	01/19/10
Design only	77839666	10/01/09
LUNA PERLS	77719799	04/22/09

CHARI\1264592v1