

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MEMORANDUM AND NOTICE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY

<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
Bonert's Incorporated		11/26/2012	CORPORATION: CALIFORNIA

<b>RECEIVING PARTY DATA</b>	
Name:	FCC, LLC
Doing Business As:	First Capital Western Region, LLC
Street Address:	601 S. Figueroa St., Suite 3460
City:	Los Angeles
State/Country:	CALIFORNIA
Postal Code:	90017
Entity Type:	LIMITED LIABILITY COMPANY: FLORIDA

<b>PROPERTY NUMBERS Total: 3</b>		
Property Type	Number	Word Mark
Registration Number:	2329922	BONERTS
Registration Number:	2387512	BONERTS SLICE OF PIE
Serial Number:	77786514	BONERTS FOODS

<b>CORRESPONDENCE DATA</b>	
Fax Number:	9497200182
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
Phone:	9492246291
Email:	Trademark@Buchalter.com
Correspondent Name:	Farah P. Bhatti
Address Line 1:	18400 Von Karman Ave, Suite 800
Address Line 4:	Irvine, CALIFORNIA 92612

ATTORNEY DOCKET NUMBER:	F0030-0095
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CH \$90.00 2329922

NAME OF SUBMITTER:	Farah P. Bhatti, Esq.
Signature:	/Farah P. Bhatti/
Date:	11/29/2012
<b>Total Attachments: 5</b> source=Bonerts Memorandum re Intellectual Property#page1.tif source=Bonerts Memorandum re Intellectual Property#page2.tif source=Bonerts Memorandum re Intellectual Property#page3.tif source=Bonerts Memorandum re Intellectual Property#page4.tif source=Bonerts Memorandum re Intellectual Property#page5.tif	

**MEMORANDUM AND NOTICE OF SECURITY INTEREST  
IN INTELLECTUAL PROPERTY**

**November 26, 2012**

**BONERT'S INCORPORATED**, a California corporation, whose address is 2727 South Susan Street, Santa Ana, CA 92704 ("Debtor") hereby acknowledges that it has granted to FCC, LLC, d/b/a First Capital Western Region, LLC, 601 S. Figueroa Street, Suite 3460, Los Angeles, CA 90017 (the "Secured Party"), a security interest in and to all of the Debtor's right, title and interest in and to: (a) the trademarks and trademark registrations and applications therefor which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by Debtor (the "Trademarks"), together with the goodwill and assets of the business; (b) the patents and patent applications which are identified on Exhibit B attached hereto and herein incorporated by this reference owned by Debtor (the "Patents"); and (c) the copyright registrations which are identified on Exhibit C attached hereto and herein incorporated by this reference owned by Debtor (the "Copyrights"), and all actions for infringement concerning the foregoing.

The terms and conditions of the aforementioned security interest are contained in that certain Loan and Security Agreement dated as of November 26, 2012 (the "Agreement"), among the Debtor and Secured Party as security for the Obligations as set forth in the Agreement and other agreements referred to therein. Nothing contained in this Memorandum and Notice of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which Secured Party may have in any other collateral described in the Agreement or otherwise.

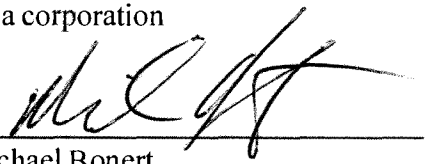
*[Remainder of Page Intentionally Blank]*

*[Signature Page to Follow]*

IN WITNESS WHEREOF, the undersigned has duly executed this document as of the date first written above.

**BONERT'S INCORPORATED,**  
a California corporation

By: \_\_\_\_\_



Name: Michael Bonert


Title: President and Secretary

MEMORANDUM AND NOTICE OF SECURITY INTEREST  
IN INTELLECTUAL PROPERTY

**TRADEMARK**  
**REEL: 004909 FRAME: 0332**

EXHIBIT A  
TRADEMARKS

US Registered Trademarks

<b>Owner</b>	<b>Trademark</b>	<b>Reg. No.</b>	<b>Reg. Date</b>
BONERT'S INCORPORATED	<b>BONERTS</b>	2,329,922	03/14/2000
BONERT'S INCORPORATED		2,387,512	09/19/2000

US Trademark Applications

<b>Owner</b>	<b>Trademark</b>	<b>Serial No.</b>	<b>File Date</b>
BONERT'S INCORPORATED	<b>BONERTS FOODS</b>	77/786,514	07/21/2009

Exhibit A

EXHIBIT B  
PATENTS

None.

Exhibit B

EXHIBIT C  
COPYRIGHTS

None.

Exhibit C

BN 12661107v1

**RECORDED: 11/29/2012**

**TRADEMARK**  
**REEL: 004909 FRAME: 0335**