

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
GENERAL ELECTRIC CAPITAL CORPORATION		12/20/2012	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	BIG TRAIN, INC.		
Street Address:	25392 Commercentre Drive, Suite A		
City:	Lake Forest		
State/Country:	CALIFORNIA		
Postal Code:	92630		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 12			
Property Type	Number	Word Mark	
Registration Number:	3774390	BIG TRAIN NATURALS	
Registration Number:	3709611	MAKE ANY DRINK AN EXTRAORDINARY DRINK	
Registration Number:	3925840	DRAGONFLY	
Registration Number:	3632064	TRADITIONAL MEXICAN BEVERAGES WITH A TWIST	
Registration Number:	3415248	BREEZA	
Registration Number:	3419098	A COOL BREEZE IN A CUP	
Registration Number:	3431921	SERENO ORGANIC CHAI	
Registration Number:	3415086	ESCAPE TO CALM	
Registration Number:	3309472	ADD-A-BOOST	
Serial Number:	85424139	SOUTHERN VELVET	
Serial Number:	85425018	FIT FRAPPÉ	
Serial Number:	85419451	HAVE YOUR RED VELVET CAKE AND DRINK IT TOO	
CORRESPONDENCE DATA			

Fax Number: 3142592020

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

Phone: 314-259-2000

Email: ncollora@bryancave.com

Correspondent Name: Mark A. Paskar

Address Line 1: 211 N. Broadway, Suite 3600

Address Line 4: St. Louis, MISSOURI 63102-2750

ATTORNEY DOCKET NUMBER:

C067919/0341101

NAME OF SUBMITTER:

Mark A. Paskar

Signature:

/Mark A. Paskar/

Date:

12/28/2012

Total Attachments: 5

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TRADEMARK RELEASE AND REASSIGNMENT

THIS TRADEMARK RELEASE AND REASSIGNMENT is made as of December 20, 2012 by GENERAL ELECTRIC CAPITAL CORPORATION, as Agent for the Lenders ("**Agent**").

WITNESSETH:

WHEREAS, Agent and BIG TRAIN, INC., a Delaware corporation ("**Grantor**"), were parties to that certain Trademark Security Agreement dated as of March 29, 2012 (the "**Assignment**"), pursuant to which Grantor granted a security interest to Agent in certain trademarks and trademark licenses (the "**Secured Trademarks**") as security for certain obligations owing by Grantor to Agent, including the Secured Trademarks set forth on Schedule I hereto; and

WHEREAS, the Assignment was recorded by the Trademark Division of the United States Patent and Trademark Office on March 29, 2012, at Reel 4748, Frame 0316; and

WHEREAS, Grantor has requested that Agent release its security interest in and lien on all of Grantor's right, title and interest in, to and under the Secured Trademarks and reassign the same to Grantor.

NOW THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

1. Agent hereby releases its security interest in and lien on all of Grantor's right, title and interest in, to and under the following Secured Trademarks:

(a) all of its Trademarks and all IP Licenses providing for the grant by or to such Grantor of any right under any Trademark, including, without limitation, those referred to on Schedule I hereto;

(b) all renewals and extensions of the foregoing;

(c) all goodwill of the business connected with the use of, and symbolized by, each such Trademark; and

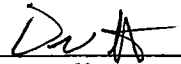
(d) all income, royalties, proceeds and Liabilities (as defined in the Assignment) at any time due or payable or asserted under and with respect to any of the foregoing, including, without limitation, all rights to sue and recover at law or in equity for any past, present and future infringement, misappropriation, dilution, violation or other impairment thereof.

2. Agent hereby reassigns, grants and conveys to Grantor, without any representation, recourse or undertaking by Agent, all of Agent's right, title and interest in and to the Secured Trademarks.

[Signature Page Follows.]

IN WITNESS WHEREOF, Agent has caused this Trademark Release and Reassignment to be executed as of the day and year first above written.

**GENERAL ELECTRIC CAPITAL
CORPORATION**, as Agent

By: 
Name: Dean Jeffe
Title: Its Duly Authorized Signatory

SCHEDULE I

Trademark Registrations and Applications

1. REGISTERED TRADEMARKS

Mark	Registration No.	Registration Date
BIG TRAIN NATURALS	3774390	4/13/10
MAKE ANY DRINK AN EXTRAORDIN-ARY DRINK	3709611	11/10/09
DRAGONFLY	3925840	3/1/11
TRADITIONAL MEXICAN BEVERAGES WITH A TWIST	3632064	6/2/09
BREEZA	3415248	4/22/08
A COOL BREEZE IN A CUP	3419098	4/29/08
SERENO ORGANIC CHAI	3431921	5/20/08
ESCAPE TO CALM	3415086	4/22/08
ADD-A-BOOST	3309472	10/9/07

2. TRADEMARK APPLICATIONS

Mark	Application No.	Application Date
SOUTHERN VELVET	85/424,139	9/15/11
FIT FRAPPE	85/425,018	9/15/11
RED VELVET CAKE AND DRINK IT TOO	85/419,451	9/9/11

3. IP LICENSES

<u>Trademark</u>	<u>Licensor</u>	<u>Registration /License Number</u>	<u>Effective Date</u>	<u>Expiration Date</u>
Mystic	Agilex Flavors & Fragrances, Inc.	R/N 3,157,638 (U.S.)	17-May-2011	Perpetual
Mystic	Agilex Flavors & Fragrances, Inc.	S/N 1,199,290 (CA)	1-Dec-2006	20-Nov-2013
Gourmet Coolers (& Design	Agilex Flavors & Fragrances, Inc.	S/N 76584483 (U.S.)	1-Dec-2006	20-Nov-2013

Lighthouse Food And Beverage	Agilex Flavors & Fragrances, Inc.	R/N 2,234,318 (U.S.)	1-Dec-2006	20-Nov-2013
Sip Of Hope	Agilex Flavors & Fragrances, Inc.	S/N 76/572,617 (U.S.)	1-Dec-2006	20-Nov-2013
Sip Of Hope	Agilex Flavors & Fragrances, Inc.	(CA)	1-Dec-2006	20-Nov-2013
Trade Breeze	Agilex Flavors & Fragrances, Inc.	S/N 76/525,979 (U.S.)	1-Dec-2006	20-Nov-2013
Trade Seas	Agilex Flavors & Fragrances, Inc.	S/N 76/525,978 (U.S.)	1-Dec-2006	20-Nov-2013
Tradewinds	Agilex Flavors & Fragrances, Inc.	S/N 76/475,743 (U.S.)	1-Dec-2006	20-Nov-2013