

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
FROZEN SPECIALTIES, INC.		12/19/2012	CORPORATION: DELAWARE

<b>RECEIVING PARTY DATA</b>	
Name:	TRIANGLE MEZZANINE FUND, LLLP
Street Address:	3700 Glenwood Ave., Suite 530
City:	Raleigh
State/Country:	NORTH CAROLINA
Postal Code:	27612
Entity Type:	LIMITED LIABILITY LIMITED PARTNERSHIP: NORTH CAROLINA

<b>PROPERTY NUMBERS Total: 2</b>		
Property Type	Number	Word Mark
Registration Number:	4246594	SIMPLY FOR YOU
Serial Number:	85549799	MR. P'S

<b>CORRESPONDENCE DATA</b>	
Fax Number:	9198216800
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
Phone:	919-821-1220
Email:	gcollins@smithlaw.com
Correspondent Name:	Grace S. Collins
Address Line 1:	150 Fayetteville Street, Suite 2300
Address Line 4:	Raleigh, NORTH CAROLINA 27601

ATTORNEY DOCKET NUMBER:	11874.38
NAME OF SUBMITTER:	Grace S. Collins
Signature:	/s/ Grace S. Collins

OP \$65.00 4246594

Date:

01/02/2013

**Total Attachments: 4**

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**AMENDMENT TO TRADEMARK SECURITY AGREEMENT**

This AMENDMENT TO TRADEMARK SECURITY AGREEMENT (this “**Amendment**”) dated as of December 19, 2012 is made by TRIANGLE MEZZANINE FUND, LLLP, in its capacity as collateral agent for the Lenders (“**Agent**”).

R E C I T A L S:

WHEREAS, FROZEN SPECIALTIES, INC., a Delaware corporation (“**Grantor**”), is indebted to Agent and Lenders pursuant to that certain Loan and Security Agreement dated as of July 30, 2009, as amended and restated by that certain Amended and Restated Loan and Security Agreement dated as of the date hereof (as further amended, restated or otherwise modified from time to time, the “**Credit Agreement**”);

WHEREAS, in connection with the Credit Agreement, Grantor and Agent entered into that certain Trademark Security Agreement dated as of July 30, 2009 and recorded on August 7, 2009 as Reel/Frame 4036/0753 with the U.S. Trademark Office;

WHEREAS, Grantor has provided Agent with notice that Grantor has obtained additional or new Trademarks; and

WHEREAS, pursuant to Section 5 of the Trademark Agreement, Grantor has authorized Agent to unilaterally amend the scheduled information with respect to additional Trademarks.

A G R E E M E N T S:

NOW, THEREFORE, Schedule I of the Trademark Agreement is hereby as the date hereof amended and restated in its entirety as set forth on the schedules hereto; provided, that no such amendment or restatement shall release or be deemed to release any security interest in any present or future Trademark Collateral granted to Agent and the Lenders pursuant to the Trademark Agreement.

*[Remainder of Page Intentionally Left Blank; Signatures Page is Next Page]*

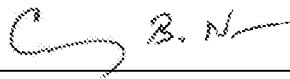
IN WITNESS WHEREOF, the undersigned has duly executed this Amendment as of the date first written above.

**AGENT:**

TRIANGLE MEZZANINE FUND, LLLP,  
as Agent

By: New Triangle GP, LLC, its General Partner

By: Triangle Capital Corporation, its Manager

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

Name: Cary B. Nordan

Title: Managing Director

ACKNOWLEDGED AND AGREED:

GRANTOR:

FROZEN SPECIALTIES, INC.  
a Delaware corporation

By: 

Name: Gary Swartzbeck

Title: Chief Financial Officer

Amendment To Trademark Security Agreement  
Signature Page

TRADEMARK  
REEL: 004933 FRAME: 0604

SCHEDULE I  
to  
TRADEMARK SECURITY AGREEMENT

Trademark	Database	Application Number	Application Date	Registration Number	Registration Date
FSI	U.S. Federal	77126719	09-MAR-2007	3648066	30-JUN-2009
DELI BITES	U.S. Federal	76339027	16-NOV-2001	2821811	09-MAR-2004
FSI	U.S. Federal	75216608	20-DEC-1996	2116332	25-NOV-1997
PIZZA FINGERS	U.S. Federal	74460976	22-NOV-1993	1903731	04-JUL-1995
CRAB BITES	U.S. Federal	74271686	04-MAY-1992	1870710	27-DEC-1994
EGG ROLL BITES	U.S. Federal	74202602	12-SEP-1991	1720533	29-SEP-1992
PIZZA BITES	U.S. Federal	73815427	28-JUL-1989	1593255	24-APR-1990
PIZZA BITES	U.S. Federal	73366085	24-MAY-1982	1261356	13-DEC-1983
FOX DE LUXE	U.S. Federal	73126351	25-MAY-1977	1097642	25-JUL-1978
MR. P'S	U.S. Federal	72414946	08-FEB-1972	0965688	07-AUG-1973
GW	U.S. Federal	72043751	10-JAN-1958	0676421	31-MAR-1959
SIMPLY FOR YOU	U.S. Federal	85238023	09-FEB-2011	4246594	20-NOV-2012
MR. P'S	U.S. Federal	85549799	22-FEB-2012		
MR. P'S	Mexico	329425	15-APR-1998	586451	31-AUG-1998
SEÑOR P'S	Mexico	725327	27-JUN-2005	917915	30-JAN-2006