

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Trademark Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ACP of Delaware Inc.		12/12/2012	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Administrative Agent
Street Address:	901 Main Street
Internal Address:	Mail Code: TX1-492-14-11
City:	Dallas
State/Country:	TEXAS
Postal Code:	75202
Entity Type:	a national banking association: UNITED STATES

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	4228674	JETWAVE
Registration Number:	4216430	COMSERV COMMERCIAL SERVICE
Registration Number:	4187950	X
Serial Number:	85376540	CULINARY CENTER A ACP,INC.
Registration Number:	4111598	ONCUE
Registration Number:	3737558	ACP, INC.
Registration Number:	1894035	MENUMASTER
Serial Number:	85376482	HIGH PERFORMANCE HAS A NAME

CORRESPONDENCE DATA

Fax Number: 7043738822
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
 Phone: 704-373-4640
 Email: bsmith@mcguirewoods.com

900243048

**TRADEMARK
 REEL: 004934 FRAME: 0845**

OP \$215.00 4228674

Correspondent Name: Betty G. Smith, Senior Paralegal
Address Line 1: McGuireWoods LLP, 201 N. Tryon St.
Address Line 2: Suite 3000
Address Line 4: Charlotte, NORTH CAROLINA 28202

ATTORNEY DOCKET NUMBER:	4452178-3577
NAME OF SUBMITTER:	Betty G. Smith
Signature:	/Betty G. Smith/
Date:	01/03/2013

Total Attachments: 4

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TRADEMARK SECURITY AGREEMENT

This Trademark Security Agreement (this "Agreement"), dated as of December 12, 2012, by and between ACP OF DELAWARE INC., a Delaware corporation (the "Grantor"), and BANK OF AMERICA, N.A., as administrative agent (the "Administrative Agent"), for the ratable benefit of the Secured Parties, is entered into in connection with that certain Credit Agreement, dated as of the date hereof (as amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement") among Ali S.p.A., a corporation organized under the laws of Italy ("Parent"), Ali Group North America Corporation, a Delaware corporation (the "Company"), the Designated Borrowers from time to time party thereto, the Lenders from time to time party thereto and the Administrative Agent.

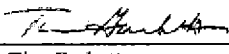
This Agreement is executed pursuant to the terms of that certain Pledge and Security Agreement, dated as of the date hereof, among the Grantor, the Company, certain other Subsidiaries of Parent from time to time party thereto and the Administrative Agent, for the ratable benefit of the Secured Parties (as amended, restated, supplemented or otherwise modified, the "Pledge and Security Agreement"). Capitalized terms used herein but not defined herein shall have the meanings assigned to them in the Pledge and Security Agreement.

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, the Grantor hereby grants, pledges and collaterally assigns to the Administrative Agent, for the ratable benefit of the Secured Parties, as collateral security for the prompt payment and performance in full when due, whether by lapse of time, acceleration, mandatory prepayment or otherwise, of the Obligations, a continuing security interest in any and all right, title and interest of the Grantor in and to all Trademarks (other than Excluded Property) of the Grantor, whether now owned or existing or owned, acquired or arising hereafter, including, without limitation, the Trademarks described on Schedule 1 hereto.

The rights and remedies of the Administrative Agent, on behalf of the Secured Parties, with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Pledge and Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Agreement are deemed to conflict with the Pledge and Security Agreement, the provisions of the Pledge and Security Agreement shall govern.

[Signature Pages Follow]

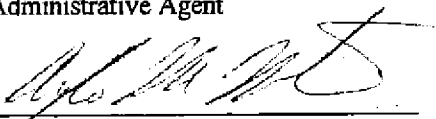
ACP OF DELAWARE INC., as Grantor

By: 
Name: Tim Garbett
Title: President

Ali S.p.A.
Ali Group North America Corporation
Trademark Security Agreement
Signature Page

Acknowledged and accepted:

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

By: 




Name: Angelo M. Martorana
Title: Assistant Vice President

Ali S.p.A.
Ali Group North America Corporation
Trademark Security Agreement
Signature Page

TRADEMARK
REEL: 004934 FRAME: 0849

Schedule 1

Trademarks

Trademark	Registration No. / Application No.	Registration Date / Filing Date
JETWAVE	4,228,674	October 23, 2012
COMSERV COMMERCIAL SERVICE & Design 	4,216,430	October 2, 2012
X & Design 	4,187,950	August 7, 2012
CULINARY CENTER A ACP, INC. & Design 	85/376,540	July 20, 2011
ONCUE	4,111,598	March 13, 2012
ACP, INC.	3,737,558	January 12, 2010
MENUMASTER	1,894,035	May 16, 1995
HIGH PERFORMANCE HAS A NAME	85/376,482	July 20, 2011