

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT																										
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY																										
CONVEYING PARTY DATA																											
<table border="1"> <thead> <tr> <th>Name</th> <th>Formerly</th> <th>Execution Date</th> <th>Entity Type</th> </tr> </thead> <tbody> <tr> <td>COOPERATIEVE CENTRALE RAIFFEISEN - BOERENLEENBANK B.A., "RABOBANK - NEDERLAND", NEW YORK BRANCH</td> <td></td> <td>02/05/2013</td> <td>NEW YORK STATE LICENSE BRANCH OF A DUTCH BANKING COOPERATIEVE: NETHERLANDS</td> </tr> </tbody> </table>				Name	Formerly	Execution Date	Entity Type	COOPERATIEVE CENTRALE RAIFFEISEN - BOERENLEENBANK B.A., "RABOBANK - NEDERLAND", NEW YORK BRANCH		02/05/2013	NEW YORK STATE LICENSE BRANCH OF A DUTCH BANKING COOPERATIEVE: NETHERLANDS																
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TRADEMARK

Registration Number:	3456905	CHIQUITA RED APPLE BITES
Registration Number:	3410222	CHIQUITA
Registration Number:	3428574	FRESH HEALTHY GOOD TO GO
Registration Number:	3557504	FRESH TASTES BEST
Registration Number:	3459734	FIND INSPIRATION IN EVERY BAG
Registration Number:	3406143	FORKSTICK
Registration Number:	3482338	FRESH EXPRESS
Registration Number:	3482337	FRESH EXPRESS
Registration Number:	3428555	FRESH EXPRESS PROMISE
Registration Number:	3412236	GOURMET CAFE SALADS
Registration Number:	3451158	
Registration Number:	3406111	PACIFICA! VEGGIE SUPREME

CORRESPONDENCE DATA

Fax Number: 6508385109
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 650-838-3743
Email: JLIK@SHEARMAN.COM
Correspondent Name: BENJAMIN PETERSEN
Address Line 1: 3000 EL CAMINO REAL, 6TH FLOOR
Address Line 2: SHEARMAN & STERLING LLP
Address Line 4: PALO ALTO, CALIFORNIA 94306

ATTORNEY DOCKET NUMBER:	8724/947
NAME OF SUBMITTER:	BENJAMIN PETERSEN
Signature:	/BENJAMIN PETERSEN/
Date:	02/21/2013

Total Attachments: 4
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RELEASE AND REASSIGNMENT OF TRADEMARKS

THIS RELEASE AND REASSIGNMENT OF TRADEMARKS dated February 5, 2013 by COÖPERATIEVE CENTRALE RAIFFEISEN-BOERENLEENBANK B.A., "RABOBANK NEDERLAND," NEW YORK BRANCH ("*Rabobank*"), in its capacity as collateral agent for the benefit of itself and the other Secured Parties (as defined in the Trademark Security Agreement referred to below) (in such capacity, the "*Collateral Agent*"), with its mailing address at 245 Park Avenue, 37th Floor, New York, New York 10167;

WITNESSETH:

WHEREAS, Chiquita Brands L.L.C., a Delaware limited liability company and Fresh Express Incorporated, a Delaware corporation (hereinafter referred to collectively as the "*Grantors*" and individually as a "*Grantor*"), each with a mailing address at 250 East Fifth Street, Cincinnati, Ohio 45202, were party to a certain Trademark Security Agreement dated May 31, 2009 from the Grantors in favor of the Collateral Agent which was recorded in the United States Patent and Trademark Office on July 6, 2009 in Reel 004017, Frame 0036 (the "*Security Agreement*"), pursuant to which each Grantor granted to the Collateral Agent, a security interest in and lien on all right, title and interest of such Grantor in and to:

(a) all of its Trademarks, and all Trademark Licenses to which it is a party, including those referred to opposite such Grantor's name on Schedule I hereto;

(b) to the extent not included in the definition of "Trademarks" (as defined in the Security Agreement), all applications for registration, registrations, renewals, reissues or extensions of the foregoing or pertaining thereto;

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

(d) to the extent not otherwise included, all Proceeds and products of and from the foregoing, including any claim by such Grantor against third parties for past, present or future (i) infringement or dilution of any Trademark or any Trademark licensed under any Trademark License, (ii) injury to the goodwill associated with any Trademark or any Trademark licensed under any Trademark License or (iii) Trademark License royalties.

WHEREAS, the Grantors have requested that the Collateral Agent release its security interests in the Trademarks, Trademark Licenses and such other property granted to the Collateral Agent pursuant to the Security Agreement (collectively, the "*Trademark Collateral*") and reassign the same to each respective Grantor;

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

The Collateral Agent hereby releases its security interest in and lien on, and reassigns, grants and conveys to the Grantors, without any representation, warranty, recourse or undertaking by the Collateral Agent, all of its right, title and interest, if any, in and to the

Trademark Collateral. All capitalized terms used herein without definition shall have the same meanings herein as such terms are used in the Security Agreement.

The Collateral Agent agrees that any power of attorney or similar rights granted by any Grantor to the Collateral Agent pursuant to or in connection with the Security Agreement is terminated and shall take all further actions, and provide to the Grantors and their successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), at the sole cost and expense of the Grantors, reasonably requested by the Grantors to more fully and effectively effectuate the purposes of this Release and Reassignment of Trademarks.

[SIGNATURE PAGE TO FOLLOW]

IN WITNESS WHEREOF, the Collateral Agent has caused this Release and Reassignment of Trademarks to be duly executed by its duly authorized officer as of the day and year first above written.

COÖPERATIEVE CENTRALE RAIFFEISEN -
BOERENLEENBANK B.A., "RABOBANK
NEDERLAND", NEW YORK BRANCH, as
Collateral Agent

By Jeff Bliss
Name Jeff Bliss
Title Vice President

By Timothy J. Devane
Name Timothy Devane
Title Executive Director

[Signature Page]

TRADEMARK
REEL: 004968 FRAME: 0134

**SCHEDULE I
TO
TRADEMARK SECURITY AGREEMENT**

Chiquita Brands L.L.C.	77608494
	77641493
	77641298
	3,477,665
	3,455,832
	3,446,933
	3,456,905
	3,410,222
	3,428,574
	3,557,504

Fresh Express Incorporated	3,459,734
	3,406,143
	3,482,338
	3,482,337
	3,428,555
	3,412,236
	3,451,158
	3,406,111