

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Blue Ribbon, LP		06/28/2013	LIMITED PARTNERSHIP: TEXAS
RECEIVING PARTY DATA			
Name:	Fifth Third Bank		
Street Address:	1225 17th Street, Suite 2850		
City:	Denver		
State/Country:	COLORADO		
Postal Code:	80202		
Entity Type:	State Chartered Bank: OHIO		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2145625	BUM'S FAVORITE! BUM PHILLIPS	
Registration Number:	2086928	BUM'S FINEST	
Registration Number:	2064470	BLUE RIBBON BRAND	
CORRESPONDENCE DATA			
Fax Number:	3033225800		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	303-394-7211		
Email:	kchambers@ckbrlaw.com		
Correspondent Name:	Kris Chambers		
Address Line 1:	270 St. Paul Street, Suite 200		
Address Line 4:	Denver, COLORADO 80206		
NAME OF SUBMITTER:	Kris Chambers		
Signature:	/s/kkc		

OP \$90.00 2145625

Date:

08/09/2013

Total Attachments: 3

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TRADEMARK AND SERVICE MARK ASSIGNMENT

WHEREAS, Blue Ribbon, LP (the “**Grantor**”) is the owner of the entire right, title and interest in and to the United States trademarks, service marks, registrations and applications listed on Schedule A attached hereto and made a part hereof (collectively, the “**Trademarks**”), which are registered in the United States Patent and Trademark Office or which are subject of pending or future applications in the United States Patent and Trademark Office; and

WHEREAS, FIFTH THIRD BANK, having a place of business at 1225 17th Street, Suite 2850, Denver, CO 80202, identified as the “**Agent**” under that certain Patent, Trademark and Copyright Security Agreement (the “**Security Agreement**”) dated as of June 28, 2013 (the “**Grantee**”) is desirous of acquiring said Trademarks;

WHEREAS, the Grantee has a security interest in the assets of the Grantor adequate to carry on the business of the Grantor; and

WHEREAS, this Trademark and Service Mark Assignment shall become effective upon the occurrence of an Event of Default as defined in the Credit Agreement, as defined in the Security Agreement.

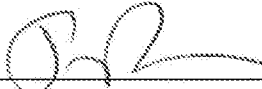
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, and intending to be legally bound hereby, the Grantor, for itself and its successors and assigns, does hereby transfer, assign and set over unto Grantee, its successors, transferees and assigns, all of its present and future right, title and interest in and to the Trademarks, the goodwill of the business associated with such Trademarks and all proceeds thereof and all rights and proceeds associated therewith and all rights to sue for past, present and future infringements of the foregoing.

IN WITNESS WHEREOF, the undersigned has caused this Trademark and Service Mark Assignment to be executed by its duly authorized officer on this _____ day of _____, _____.

[Signature page follows]

BLUE RIBBON, LP

BY: PRECO CORP.,
its general partner




By: 
Name: Tim Bruer
Title: President

[SIGNATURE PAGE TO TRADEMARK AND SERVICE MARK ASSIGNMENT]

TRADEMARK
REEL: 005088 FRAME: 0787

SCHEDULE A TO TRADEMARK AND SERVICE MARK ASSIGNMENT

1. Trademarks and Service Marks:

Exact Legal Name of Owner	Description of Intellectual Property	Application or Registration Number(s)	Application or Registration Date(s)
Blue Ribbon, LP	BUM'S FAVORITE! and Design 	2,145,625	03/24/1998
Blue Ribbon, LP	BUM'S FINEST and Design 	2,086,928	08/12/1997
Blue Ribbon, LP	BLUE RIBBON BRAND and Design 	2,064,470	05/27/1997

2. Trademark and Service Mark Applications:

Exact Legal Name of Owner	Description of Intellectual Property	Application or Registration Number(s)	Application or Registration Date(s)
None.			