

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Carlton Food Products, LP		06/28/2013	LIMITED PARTNERSHIP: TEXAS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Fifth Third Bank		
<b>Street Address:</b>	1225 17th Street, Suite 2850		
<b>City:</b>	Denver		
<b>State/Country:</b>	COLORADO		
<b>Postal Code:</b>	80202		
<b>Entity Type:</b>	State Chartered Bank: OHIO		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2007809	SNACKWURST	
<b>Registration Number:</b>	1023856	WURST NEW BRAUNFELS	
<b>Serial Number:</b>	85581214	TEJANO GOLD FINEST QUALITY	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3033225800		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	3033947211		
<b>Email:</b>	kchambers@ckbrlaw.com		
<b>Correspondent Name:</b>	Kris Chambers		
<b>Address Line 1:</b>	270 St. Paul Street, Suite 200		
<b>Address Line 4:</b>	Denver, COLORADO 80206		
<b>NAME OF SUBMITTER:</b>	Kris Chambers		
<b>Signature:</b>	/s/KKC		

OP \$90.00 2007809

Date:

08/09/2013

**Total Attachments: 3**

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## TRADEMARK AND SERVICE MARK ASSIGNMENT

**WHEREAS**, Carlton Food Products, 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 17<sup>th</sup> Street, Suite 2850, Denver, CO 80202, identified as the “**Agent**” under that certain Patent, Trademark and Copyright Security Agreement (the “**Security Agreement**”) dated of even date herewith (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]

CARLTON FOOD PRODUCTS, LP

BY: CARLTON FOODS CORP.,  
its general partner

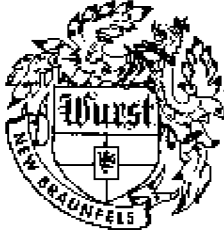

By:   
Name: Tim Brater  
Title: President

[SIGNATURE PAGE TO TRADEMARK AND SERVICE MARK ASSIGNMENT]

**TRADEMARK**  
**REEL: 005088 FRAME: 0901**

## 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)
Carlton Food Products, LP	SNACKWURST	2,007,809	10/15/1996
Carlton Food Products, LP	WURST NEW BRAUNFELS and Design  	1,023,856	10/28/1975
Carlton Food Products, LP	TEJANO GOLD FINEST QUALITY and Design  	85/581,214	03/27/2012

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.			