

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
TUFFY'S PET FOODS, INC.		10/31/2013	CORPORATION: MINNESOTA
RECEIVING PARTY DATA			
Name:	WELLS FARGO BANK, NATIONAL ASSOCIATION		
Street Address:	1525 WEST W.T. HARRIS BLVD.		
City:	CHARLOTTE		
State/Country:	NORTH CAROLINA		
Postal Code:	28262		
Entity Type:	a national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	3899868	HOME LAND	
Registration Number:	2928323	SUPREME TENDER LOVIN' TREATS	
Registration Number:	2762737	TUFFY'S GOLD	
Registration Number:	2010312	TUFFY'S	
Registration Number:	1585003	SUPREME	
CORRESPONDENCE DATA			
Fax Number:	6129778650		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	612.977.8483		
Email:	sbourdaux@briggs.com		
Correspondent Name:	Sarina Bourdaux, Paralegal		
Address Line 1:	80 South Eighth Street		
Address Line 2:	2200 IDS Center		
Address Line 4:	Minneapolis, MINNESOTA 55402		

CH \$140.00 3899868

ATTORNEY DOCKET NUMBER:	20351.321
NAME OF SUBMITTER:	Lyndsay R. Capeder, Esq.
Signature:	/LYNDSAY R. CAPEDE, ESQ./
Date:	11/04/2013
Total Attachments: 3 source=Tuffy's Notice#page1.tif source=Tuffy's Notice#page2.tif source=Tuffy's Notice#page3.tif	

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Amended and Restated Security Agreement dated as of October 31, 2013 (as the same may hereafter be amended, modified, extended or restated from time to time, the "Security Agreement") from TUFFY'S PET FOODS, INC., a Minnesota corporation (the "Grantor") in favor of WELLS FARGO BANK, NATIONAL ASSOCIATION, a national banking association, in its capacity as administrative agent for the benefit of the Secured Parties defined therein (the "Administrative Agent"), the Grantor has granted to the Administrative Agent, for the benefit of itself and the other Secured Parties (as defined in the Security Agreement) a continuing security interest in and continuing lien upon, among other things, the trademarks shown below:

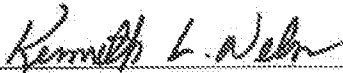
REGISTERED TRADEMARKS		
DESCRIPTION OF TRADEMARK	REGISTRATION NUMBER	REGISTRATION DATE
HOME LAND	3,899,868	1/4/2011
SUPREME TENDER LOVIN' TREATS (TYPED DRAWING)	2,928,323	2/22/2005
TUFFY'S GOLD (TYPED DRAWING)	2,762,737	9/9/2003
TUFFY'S (TYPED DRAWING)	2,010,312	10/22/1996
SUPREME	1,585,003	2/27/1990

[Remainder of page intentionally left blank; signature page follows]

The Grantor and the Administrative Agent hereby acknowledge and agree that the security interest in the foregoing trademarks (i) may only be terminated in accordance with the terms of the Security Agreement, and (ii) is not to be construed as an assignment of any trademark.

Very truly yours,

TUFFY'S PET FOODS, INC.,
a Minnesota corporation

By: 
Name: Kenneth L. Nelson
Title: Chief Executive Officer/President

Acknowledged and accepted
as of _____, 2013:

WELLS FARGO BANK, NATIONAL ASSOCIATION,
a national banking association, as Administrative Agent

By _____

Vice President

[Signature Page to Notice of Grant of Security Interest in Trademarks (Tuffy's)]

The Grantor and the Administrative Agent hereby acknowledge and agree that the security interest in the foregoing trademarks (i) may only be terminated in accordance with the terms of the Security Agreement, and (ii) is not to be construed as an assignment of any trademark.

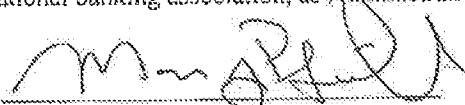
Very truly yours,

TUFFY'S PET FOODS, INC.,
a Minnesota corporation

By: _____
Name: Kenneth L. Nelson
Title: Chief Executive Officer/President

Acknowledged and accepted
as of 10/31, 2013:

WELLS FARGO BANK, NATIONAL ASSOCIATION,
a national banking association, as Administrative Agent

By 
Mark J. Pfeiffer
Senior Vice President

[Signature Page to Notice of Grant of Security Interest in Trademarks (Tuffy's)]