

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Termination and Release of Security Interest in Trademarks (Reel 4229/Frame 0429)

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A., as Administrative Agent		11/22/2013	national banking association: UNITED STATES

RECEIVING PARTY DATA

Name:	Golden State Foods Corp.
Street Address:	18301 Von Karman Avenue, Suite 1100
City:	Irvine
State/Country:	CALIFORNIA
Postal Code:	92612
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	2795129	CHEF GOLD
Registration Number:	1758802	GOLDEN STATE FOODS
Registration Number:	1760474	GOLDEN STATE FOODS
Registration Number:	1681467	GSF
Registration Number:	1677904	GOLDEN STATE FOODS CORP.

CORRESPONDENCE DATA

Fax Number: 7044448857
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 7043432104
 Email: twitcher@mcguirewoods.com
 Correspondent Name: Terry L. Witcher, Paralegal
 Address Line 1: McGuireWoods LLP
 Address Line 2: 201 N. Tryon Street, Suite 3000
 Address Line 4: Charlotte, NORTH CAROLINA 28202

OP \$140.00 2795129

ATTORNEY DOCKET NUMBER:	4506050-0140
NAME OF SUBMITTER:	Terry L. Witcher, Paralegal
Signature:	/s/ Terry L. Witcher
Date:	11/27/2013
Total Attachments: 3 source=Trademark Termination#page1.tif source=Trademark Termination#page2.tif source=Trademark Termination#page3.tif	

**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARKS**

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**, dated as of November **22**, 2013 ("Release"), is made by Bank of America, N.A., as Administrative Agent ("Administrative Agent") in favor of Golden State Food Corp. ("Grantor").

WHEREAS, pursuant to that certain Security Agreement dated as of June 21, 2010 (as amended, restated, supplemented, modified, extended, renewed or replaced from time to time, the "Security Agreement") by and among the Grantors party thereto and the Administrative Agent, each Grantor granted to the Administrative Agent, for the benefit of the Secured Parties, a continuing security interest in, and a right to set off against, any and all right, title and interest of such Grantor in, to, and under all the Trademarks, Trademark Licenses, and Proceeds of the foregoing;

WHEREAS, pursuant to the Security Agreement, Grantor, an Grantor, executed and delivered to Administrative Agent, for the benefit of the Secured Parties, the Notice of Grant of Security Interest in Trademarks dated as of June 21, 2010 ("Notice"); and

WHEREAS, the Notice was recorded at the United States Patent and Trademark Office ("USPTO") on June 22, 2010 at Reel 4229 Frame 0429.

NOW THEREFORE, in consideration of the mutual promises and undertakings set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and with the intention of being legally bound hereby, Administrative Agent, on behalf of the Secured Parties, and Grantor agree as follows:

SECTION 1. Defined Terms. All capitalized terms used herein but not otherwise defined herein have the meanings given to them in the Security Agreement or Notice.

SECTION 2. Termination and Release. Administrative Agent, on behalf of the Secured Parties, without representation, warranty, or recourse, hereby:

(a) terminates, cancels, discharges, and releases the mortgage, pledge, and hypothecation and lien on and security interest in and to the right, title, and interest in, to, and under all the Trademarks, Trademark Licenses, and Proceeds of the foregoing listed on Schedule A attached hereto, granted pursuant to the Security Agreement; and

(b) authorizes the recordation of this Release with the USPTO at Grantor's expense.

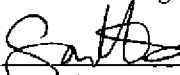
SECTION 3. Choice of Law. This Release shall be governed by and construed in accordance with the laws of the State of New York.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the Administrative Agent, on behalf of the Secured Parties, has caused this Termination and Release of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Administrative Agent:

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

By: 
Name: Sabrina Hassan
Title: Vice President

Schedule A

Registered Marks

Mark	Registration No.	Registration Date
CHEF GOLD	2795129	12/16/03
GOLDEN STATE FOODS	1758802	3/16/93
GOLDEN STATE FOODS	1760474	3/23/93
GSF	1681467	3/31/92
GOLDEN STATE FOODS CORP.	1677904	3/3/92

TRJ1\863553v1