

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	First Amendment to Trademark Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Passport Food Group, LLC	FORMERLY Golden Pheasant Foods, LLC	01/28/2014	LIMITED LIABILITY COMPANY: CALIFORNIA
RECEIVING PARTY DATA			
Name:	California United Bank		
Street Address:	15821 Ventura Blvd., Suite 100		
City:	Encino		
State/Country:	CALIFORNIA		
Postal Code:	91436		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	3452218	HOUSE OF BEE	
Registration Number:	3452221	HOUSE OF BEE	
Registration Number:	2508086	FOOOKIES	
Registration Number:	2603439	HOUSE OF BEE	
CORRESPONDENCE DATA			
Fax Number:	213-630-58		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	213-891-5803		
Email:	dsalgarolo@buchalter.com		
Correspondent Name:	Debbie Salgarolo		
Address Line 1:	1000 Wilshire Blvd., Suite 1500		
Address Line 2:	c/o Buchalter Nemer		
Address Line 4:	Los Angeles, CALIFORNIA 90017		
ATTORNEY DOCKET NUMBER:	C1671-0019 (CUB/PASSPORT)		

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NAME OF SUBMITTER:	Debbie Salgarolo
Signature:	/s/Debbie Salgarolo/
Date:	01/29/2014
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FIRST AMENDMENT TO TRADEMARK SECURITY AGREEMENT

This First Amendment to Trademark Security Agreement (this "Amendment") is made and entered into as of January 28, 2014 by and between PASSPORT FOOD GROUP, LLC, a California limited liability company ("Grantor"), successor by merger to GOLDEN PHEASANT FOODS, LLC, a Washington limited liability company ("Initial Grantor"), and CALIFORNIA UNITED BANK (the "Lender").

WITNESSETH:

WHEREAS, Initial Grantor and Lender are parties to that certain Trademark Security Agreement dated as of December 20, 2012 (as amended, restated, supplemented or otherwise modified from time to time, including all exhibits and schedules thereto, the "Trademark Security Agreement").

WHEREAS, Initial Grantor merged with and into Grantor, effective as of January 1, 2014 (the "Merger").

WHEREAS, the Merger has been recorded with the United States Patent and Trademark Office and the following United States trademark registrations have been assigned to Passport Food Group, LLC: U.S. Reg. No. 3,452,218; U.S. Reg. No. 3,452,221; U.S. Reg. No. 2,508,086; and U.S. Reg. No. 2,603,439.

WHEREAS, the Merger has been recorded with the Secretary of State of the State of Washington and the following trademark registrations have been assigned to Passport Food Group, LLC: WA State Reg. No. 51725; WA State Reg. No. 29141; and WA State Reg. No. 29142.

WHEREAS, Passport Food Group, LLC, a California limited liability company acknowledges that as successor it is a party to Trademark Security Agreement.

NOW, THEREFORE, in consideration of the premises and mutual covenants herein contained and for other good and valuable consideration, the parties hereto agree as follows:

ARTICLE I

1. Recitals. The foregoing recitals are true and correct and are incorporated herein by this reference.
2. Amendment. The Trademark Security Agreement is hereby amended to reflect that as a result of the Merger, effective as of January 1, 2014, the "Grantor" named therein is and shall be Passport Food Group, LLC, a California limited liability company, the

“Trademark Collateral” defined therein is and shall be owned by Passport Food Group, LLC, a California limited liability company, such Trademark Collateral shall continue to be pledged by Grantor to secure the Obligations (as defined in the Trademark Security Agreement), and the Trademark Security Agreement is hereby reaffirmed and shall continue to be in full force and effect.

IN WITNESS WHEREOF, the parties hereto have duly executed this Amendment as of the date first written above by their duly authorized officers.

GRANTOR:

PASSPORT FOOD GROUP, LLC
a California limited liability company


By:  _____

Name: DAVID B. ABRAMS

Title: CEO

LENDER:

CALIFORNIA UNITED BANK

By:  _____

Name: DAVID P. WISE

Title: SVP