

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM306151

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Nut Heads Chocolate Factory, Inc.		05/30/2014	CORPORATION: MINNESOTA
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Administrative Agent		
Street Address:	135 S LaSalle St		
Internal Address:	IL4-135-04-13		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60603		
Entity Type:	national association: UNITED STATES		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Serial Number:	85264411	NUTHEADS	
Serial Number:	85751263	KOOKAMUNGA	
Registration Number:	4347284	KOOKAMUNGA CRUNCH	
Registration Number:	4262219	NUTHEADS CHOCOLATE FACTORY	
CORRESPONDENCE DATA			
Fax Number:	6127661600		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	612-766-6911		
Email:	susan.carlson@faegrebd.com		
Correspondent Name:	Susan Carlson, Faegre Baker Daniels LLP		
Address Line 1:	90 S 7th St Ste 2200		
Address Line 4:	Minneapolis, MINNESOTA 55402		
NAME OF SUBMITTER:	Susan Carlson		
SIGNATURE:	/e/ Susan Carlson		
DATE SIGNED:	05/30/2014		
Total Attachments: 3			
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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of May 30, 2014 (as amended, modified, extended, restated, renewed, replaced, or supplemented from time to time, the "Agreement") and among the Grantors party thereto (each an "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as administrative agent (the "Administrative Agent") for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Secured Parties.

The undersigned Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

NUT HEADS CHOCOLATE FACTORY, INC.

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

Acknowledged and Accepted:

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

By: _____
Name: _____
Title: _____

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Very truly yours,

NUT HEADS CHOCOLATE FACTORY, INC.

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

Acknowledged and Accepted:

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

By: Christine Trotter
Name: Christine Trotter
Title: Assistant Vice President

Schedule 1 Trademarks – Nut Heads Chocolate Factory, Inc.

Trademark	Application/Registration No.	Application/Registration Date
Nutheads	Serial No. 85264411	3/11/11
Kookamunga Crunch	4347284	6/4/13
Nutheads Chocolate Factory	4262219	12/18/12
Kookamunga	Serial No. 85751263	10/11/12