

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM310552

| | |
|------------------------------|------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | RELEASE OF SECURITY INTEREST |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---|----------|----------------|--------------------|
| Choptank Interests LLC as collateral agent successor to Audubon Capital SBIC, L.P. who resigned as Collateral Agent | | 07/11/2014 | LLC: UNITED STATES |

RECEIVING PARTY DATA

| | |
|------------------------|--|
| Name: | GIMBORN PET SPECIALTIES LLC |
| Street Address: | 2425 W Dorothy Lane |
| City: | Dayton |
| State/Country: | OHIO |
| Postal Code: | 45439 |
| Entity Type: | LIMITED LIABILITY COMPANY: UNITED STATES |

PROPERTY NUMBERS Total: 48

| Property Type | Number | Word Mark |
|----------------|----------|--------------------|
| Serial Number: | 76377547 | ARC |
| Serial Number: | 76377546 | ARC LABORATORIES |
| Serial Number: | 73360113 | AVI.VITE |
| Serial Number: | 73498409 | BIRD CAGE DEFENDER |
| Serial Number: | 73111675 | CAPTAIN CAT |
| Serial Number: | 74405874 | CAT A'ABOUT |
| Serial Number: | 76347147 | |
| Serial Number: | 74402314 | CAT GRASS PLUS |
| Serial Number: | 76460402 | CATNIP PLUS |
| Serial Number: | 75701792 | CENTER CUT |
| Serial Number: | 74402316 | CHERISHES |
| Serial Number: | 74071070 | COMBONE |
| Serial Number: | 74585426 | EYE CLEAR |
| Serial Number: | 76434413 | FEATHER GLO |
| Serial Number: | 73123628 | FEATHER GLO |
| Serial Number: | 75245415 | FLUFF-A-BED |
| Serial Number: | 74454399 | GOURMET PET |

TRADEMARK

| Property Type | Number | Word Mark |
|----------------|----------|--|
| Serial Number: | 78645405 | GRASS GEL |
| Serial Number: | 78615865 | HOT SPOT |
| Serial Number: | 76140471 | KATCHEEZE |
| Serial Number: | 77026888 | K-P |
| Serial Number: | 73257873 | KWIK-STOP |
| Serial Number: | 77021976 | KWIK-STOP |
| Serial Number: | 74402317 | NURTURES |
| Serial Number: | 74402318 | NUTRIGEL |
| Serial Number: | 74352236 | OTI-CLENS |
| Serial Number: | 73258238 | OTICARE B |
| Serial Number: | 73258239 | OTICLEAN A |
| Serial Number: | 76256374 | |
| Serial Number: | 76276609 | |
| Serial Number: | 75201129 | PRO-TREAT |
| Serial Number: | 77950310 | PRO-TREAT RAW NATURALS |
| Serial Number: | 85127210 | QUIKKLOT |
| Serial Number: | 76415820 | R-7 |
| Serial Number: | 73191505 | R-7 |
| Serial Number: | 76415819 | R-7 |
| Serial Number: | 77950320 | RAW SCIENCE |
| Serial Number: | 73267015 | REDI |
| Serial Number: | 74657685 | RICH HEALTH |
| Serial Number: | 75646315 | RICH HEALTH |
| Serial Number: | 73093446 | SCALEX |
| Serial Number: | 76509450 | SMALL ANIMAL GRASS PLUS |
| Serial Number: | 76553948 | THE ORIGINAL FREEZE DRIED TRAINING TREAT |
| Serial Number: | 71362328 | VIONATE |
| Serial Number: | 73607731 | VITAL NUTRITION |
| Serial Number: | 74145213 | WONDER COAT |
| Serial Number: | 73257899 | WONDER COAT |
| Serial Number: | 75629585 | WOWSERS |

CORRESPONDENCE DATA

Fax Number: 5045689130

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.

Phone: 504 5661311 ext 1434

Email: rosel@phelps.com

Correspondent Name: Lynn Rose c/o Phelps Dunbar LLP

Address Line 1: 365 Canal Street, Suite 2000

TRADEMARK

REEL: 005321 FRAME: 0829

Address Line 4: New Orleans, LOUISIANA 70130

NAME OF SUBMITTER: Lynn Rose

SIGNATURE: /s/ Lynn Rose

DATE SIGNED: 07/14/2014

Total Attachments: 10

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RELEASE OF TRADEMARK SECURITY AGREEMENT

This Release of Trademark Security Agreement (this "Release"), dated as of July 11, 2014, is made by Choptank Interests, LLC, a Maryland limited liability company ("Choptank"), in favor of Gimborn Pet Specialties LLC (the "Company").

Pursuant to that certain Trademark Security Agreement dated as of October 20, 2010 (the "Trademark Security Agreement"), the Company granted a security interest in certain federally registered trademarks and trademark applications (more fully described below) in favor of Audubon Capital SBIC, L.P., as collateral agent for the ratable benefit of the purchasers of certain debentures issued by the Company (in such capacity, "Audubon"). The Trademark Security Agreement was recorded in the records of the United States Patent and Trademark Office on October 26, 2010 at Reel/Frame 4307/0930.

Pursuant to that certain Resignation of Collateral Agent and Appointment of Successor Collateral Agent and Agent dated as of June 9, 2014, Audubon resigned as collateral agent, and Choptank was appointed successor collateral agent (Choptank, in such capacity, is referred to herein as the "Secured Party").

The Secured Party desires to release its security interest and assignment in the trademarks of the Company set forth on Exhibit A hereto granted pursuant to the Trademark Security Agreement.

For valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Secured Party does hereby release its security interest in all of the trademarks described in the Trademark Security Agreement, as more fully described on Exhibit A hereto, and further releases any and all other rights it may have under the Trademark Security Agreement.

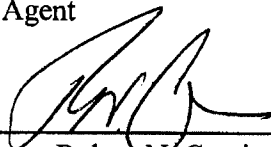
[Remainder of this page intentionally left blank. Signature pages follow.]

IN WITNESS WHEREOF, the Secured Party has caused this Release to be duly executed as of the date first above written.

SECURED PARTY:

CHOPTANK INTERESTS, LLC, as
Collateral Agent

By:



Name: Robert N. Cowin
Title: Authorized Person

ACKNOWLEDGED AND AGREED:

AUDUBON CAPITAL SBIC, L.P., as,
together with Miami Valley Venture
Fund II L.P. (Early Stage), Miami Valley
Venture Fund II L.P. (Growth Stage), and
William M. Sherk, Jr., Majority Purchasers
for and on behalf of the Debenture Purchasers

By United States Small Business Administration,
its general partner

By: _____
Name:
Title:

**MIAMI VALLEY VENTURE FUND
II L.P. (Early Stage)**, as, together with Audubon
Capital SBIC, L.P., Miami Valley Venture Fund
II L.P. (Growth Stage) and William M. Sherk, Jr.,
Majority Purchasers for and on behalf of the
Debenture Purchasers

By: _____
Name: Frank J. Winslow
Title: Fund Manager

[Signatures continue on the following page.]

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**CHOPTANK INTERESTS, LLC, as
Collateral Agent**

By: _____

Name: Robert N. Cowin
Title: Authorized Person

ACKNOWLEDGED AND AGREED:

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together with Miami Valley Venture
Fund II L.P. (Early Stage), Miami Valley
Venture Fund II L.P. (Growth Stage), and
William M. Sherk, Jr., Majority Purchasers
for and on behalf of the Debenture Purchasers**

By United States Small Business Administration,
its Receiver

By: _____

Name: Gail G. Green
Title: Chief, Account Resolution Branch

**MIAMI VALLEY VENTURE FUND
II L.P. (Early Stage), as, together with Audubon
Capital SBIC, L.P., Miami Valley Venture Fund
II L.P. (Growth Stage) and William M. Sherk, Jr.,
Majority Purchasers for and on behalf of the
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By: _____

Name: Frank J. Winslow
Title: Fund Manager

[Signatures continue on the following page.]

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By: _____
Name: Robert N. Cowin
Title: Authorized Person

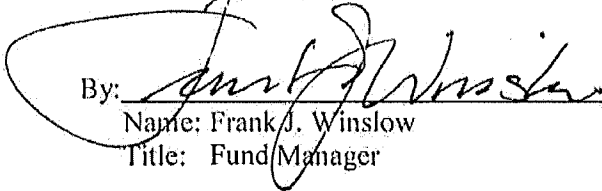
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By United States Small Business Administration,
its general partner

By: _____
Name:
Title:

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Majority Purchasers for and on behalf of the
Debenture Purchasers

By: 
Name: Frank J. Winslow
Title: Fund Manager

[Signatures continue on the following page.]

**MIAMI VALLEY VENTURE FUND
II L.P. (Growth Stage)**, as, together with Audubon
Capital SBIC, L.P., Miami Valley Venture Fund
II L.P. (Early Stage) and William M. Sherk, Jr.,
Majority Purchasers for and on behalf of the
Debenture Purchasers

By: 

Name: Frank J. Winslow
Title: Fund Manager

William M. Sherk, Jr., as, together with Audubon
Capital SBIC, L.P., Miami Valley Venture Fund
II L.P. (Early Stage) and Miami Valley Venture
Fund II L.P. (Growth Stage), Majority Purchasers
for and on behalf of the Debenture Purchasers

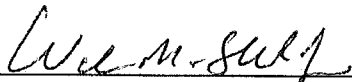
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By: _____

Name: Frank J. Winslow


Title: Fund Manager



William M. Sherk, Jr., as, together with Audubon Capital SBIC, L.P., Miami Valley Venture Fund II L.P. (Early Stage) and Miami Valley Venture Fund II L.P. (Growth Stage), Majority Purchasers for and on behalf of the Debenture Purchasers

EXHIBIT A

FEDERALLY REGISTERED TRADEMARKS AND TRADEMARK APPLICATIONS

| <u>Mark</u> | <u>Country</u> | <u>Status</u> | <u>Listed Owner*</u> | <u>Serial No.</u> | <u>Filing Date</u> | <u>Reg. No.</u> | <u>Reg. Date</u> |
|--|----------------|---------------|------------------------------|-------------------|--------------------|-----------------|------------------|
| ARC | United States | REGISTERED | Gimborn Pet Specialties, LLC | 76377547 | 1-Mar-02 | 2736104 | 15-Jul-03 |
| ARC LABORATORIES & Design  | United States | REGISTERED | Gimborn Pet Specialties, LLC | 76377546 | 1-Mar-02 | 2739746 | 22-Jul-03 |
| AVI.VITE | United States | REGISTERED | Gimborn Pet Specialties, LLC | 73360113 | 16-Apr-82 | 1282964 | 26-Jun-84 |
| BIRD CAGE DEFENDER | United States | REGISTERED | Gimborn Pet Specialties, LLC | 73498409 | 10-Sep-84 | 1333955 | 7-May-85 |
| CAPTAIN CAT | United States | REGISTERED | Gimborn Pet Specialties, LLC | 73111675 | 6-Jan-77 | 1088490 | 4-Apr-78 |
| CAT A'ABOUT | United States | REGISTERED | Gimborn Pet Specialties, LLC | 74405874 | 23-Jun-93 | 1825353 | 8-Mar-94 |
| Cat Design  | United States | REGISTERED | Gimborn Pet Specialties, LLC | 76347147 | 11-Dec-01 | 2604849 | 6-Aug-02 |
| CAT GRASS PLUS | United States | REGISTERED | Gimborn Pet Specialties, LLC | 74402314 | 15-Jun-93 | 1881570 | 28-Feb-95 |
| CATNIP PLUS | United States | REGISTERED | Gimborn Pet Specialties, LLC | 76460402 | 15-Oct-02 | 2777628 | 28-Oct-03 |
| CENTER CUT | United States | REGISTERED | Gimborn Pet Specialties, LLC | 75701792 | 6-May-99 | 2507651 | 13-Nov-01 |
| CHERISHES | United States | REGISTERED | Gimborn Pet Specialties, LLC | 74402316 | 15-Jun-93 | 1900057 | 13-Jun-95 |
| COMBONE | United States | REGISTERED | Gimborn Pet Specialties, LLC | 74071070 | 20-Jun-90 | 1710765 | 25-Aug-92 |
| EYE CLEAR | United States | REGISTERED | Gimborn Pet Specialties, LLC | 74585426 | 13-Oct-94 | 1938319 | 28-Nov-95 |
| FEATHER GLO | United States | REGISTERED | Gimborn Pet Specialties, LLC | 76434413 | 24-Jul-02 | 2827039 | 30-Mar-04 |
| FEATHER GLO (Stylized) | United States | REGISTERED | Gimborn Pet Specialties, LLC | 73123628 | 21-Apr-77 | 1094924 | 4-Jul-78 |
| FLUFF-A-BED | United States | REGISTERED | Gimborn Pet Specialties, LLC | 75245415 | 21-Feb-97 | 2135797 | 10-Feb-98 |

| Trademark | Country | Status | Listed Owner* | Serial No. | Filing Date | Reg. No. | Reg. Date |
|---|---------------|------------|------------------------------|------------|-------------|----------|-----------|
| GOURMET PET | United States | REGISTERED | Gimborn Pet Specialties, LLC | 74454399 | 2-Nov-93 | 1855800 | 27-Sep-94 |
| GRASS GEL | United States | REGISTERED | Gimborn Pet Specialties, LLC | 78645405 | 7-Jun-05 | 3102464 | 6-Jun-06 |
| HOT SPOT & Design  | United States | REGISTERED | Gimborn Pet Specialties, LLC | 78615865 | 25-Apr-05 | 3126116 | 8-Aug-06 |
| KATCHEEZE | United States | REGISTERED | Gimborn Pet Specialties, LLC | 76140471 | 4-Oct-00 | 2514851 | 4-Dec-01 |
| K-P | United States | REGISTERED | Gimborn Pet Specialties, LLC | 77026888 | 23-Oct-06 | 3273947 | 7-Aug-07 |
| KWIK-STOP | United States | REGISTERED | Gimborn Pet Specialties, LLC | 73257873 | 14-Apr-80 | 1278588 | 22-May-84 |
| KWIK STOP & Design  | United States | REGISTERED | Gimborn Pet Specialties, LLC | 77021976 | 16-Oct-06 | 3281517 | 21-Aug-07 |
| NURTURES | United States | REGISTERED | Gimborn Pet Specialties, LLC | 74402317 | 15-Jun-93 | 2004608 | 1-Oct-96 |
| NUTRIGEL | United States | REGISTERED | Gimborn Pet Specialties, LLC | 74402318 | 15-Jun-93 | 1891614 | 25-Apr-95 |
| OTI-CLENS | United States | REGISTERED | Gimborn Pet Specialties, LLC | 74352236 | 25-Jan-93 | 1818706 | 1-Feb-94 |
| OTICARE B | United States | REGISTERED | Gimborn Pet Specialties, LLC | 73258238 | 15-Apr-80 | 1237962 | 17-May-83 |
| OTICLEAN A | United States | REGISTERED | Gimborn Pet Specialties, LLC | 73258239 | 15-Apr-80 | 1248098 | 16-Aug-83 |
| Pro Treat Label Design  | United States | REGISTERED | Gimborn Pet Specialties, LLC | 76256374 | 14-May-01 | 2600772 | 30-Jul-02 |
| Pro Treat Label Design with Dogs  | United States | REGISTERED | Gimborn Pet Specialties, LLC | 76276609 | 26-Jun-01 | 2781167 | 11-Nov-03 |
| PRO-TREAT | United States | REGISTERED | Gimborn Pet Specialties, LLC | 75201129 | 6-Nov-96 | 2144272 | 17-Mar-98 |
| PRO-TREAT RAW NATURALS | United States | PUBLISHED | Gimborn Pet Specialties, LLC | 77950310 | 4-Mar-10 | | |

| Trademark | Country | Status | Listed Owner* | Serial No. | Filing Date | Reg. No. | Reg. Date |
|---|---------------|-------------------------|------------------------------|------------|-------------|----------|-----------|
| QUIKKLOT | United States | NEWLY FILED APPLICATION | Gimborn Pet Specialties, LLC | 85127210 | 10-Sep-10 | | |
| R-7 | United States | REGISTERED | Gimborn Pet Specialties, LLC | 76415820 | 30-May-02 | 2690797 | 25-Feb-03 |
| R-7 & Design  | United States | REGISTERED | Gimborn Pet Specialties, LLC | 73191505 | 30-Oct-78 | 1134961 | 13-May-80 |
| R-7 & Design  | United States | REGISTERED | Gimborn Pet Specialties, LLC | 76415819 | 30-May-02 | 2690796 | 25-Feb-03 |
| RAW SCIENCE | United States | PUBLISHED | Gimborn Pet Specialties, LLC | 77950320 | 4-Mar-10 | | |
| REDI | United States | REGISTERED | Gimborn Pet Specialties, LLC | 73267015 | 19-Jun-80 | 1184733 | 5-Jan-82 |
| RICH HEALTH | United States | REGISTERED | Gimborn Pet Specialties, LLC | 74657685 | 7-Apr-95 | 1963253 | 19-Mar-96 |
| RICH HEALTH | United States | REGISTERED | Gimborn Pet Specialties, LLC | 75646315 | 23-Feb-99 | 2542089 | 26-Feb-02 |
| SCALEX | United States | REGISTERED | Gimborn Pet Specialties, LLC | 73093446 | 14-Jul-76 | 1075354 | 18-Oct-77 |
| SMALL ANIMAL GRASS PLUS | United States | REGISTERED | Gimborn Pet Specialties, LLC | 76509450 | 24-Apr-03 | 2816855 | 24-Feb-04 |
| THE ORIGINAL FREEZE DRIED TRAINING TREAT | United States | REGISTERED | Gimborn Pet Specialties, LLC | 76553948 | 22-Oct-03 | 2901379 | 9-Nov-04 |
| VIONATE | United States | REGISTERED | Gimborn Pet Specialties, LLC | 71362328 | 9-Mar-35 | 328847 | 8-Oct-35 |
| VITAL NUTRITION | United States | REGISTERED | Gimborn Pet Specialties, LLC | 73607731 | 3-Jul-86 | 1444796 | 30-Jun-87 |
| WONDER COAT | United States | REGISTERED | Gimborn Pet Specialties, LLC | 74145213 | 7-Mar-91 | 1767816 | 27-Apr-93 |
| WONDER COAT (stylized) WONDER COAT | United States | REGISTERED | Gimborn Pet Specialties, LLC | 73257899 | 14-Apr-80 | 1204219 | 10-Aug-82 |
| WOWSERS | United States | REGISTERED | Gimborn Pet Specialties, LLC | 75629585 | 28-Jan-99 | 2316530 | 8-Feb-00 |