TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM310986

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest (Senior Subordinated Debt)
SEQUENCE:	2

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Fifth Third Bank		07/11/2014	Banking corporation: OHIO

RECEIVING PARTY DATA

Name:	Gimborn Pet Specialties LLC
Street Address:	2425 West Dorothy Lane
City:	Moraine
State/Country:	OHIO
Postal Code:	45439
Entity Type:	LIMITED LIABILITY COMPANY: OHIO

PROPERTY NUMBERS Total: 48

Property Type	Number	Word Mark
Registration Number:	2736104	ARC
Registration Number:	2739746	ARC LABORATORIES
Registration Number:	1282964	AVI.VITE
Registration Number:	1333955	BIRD CAGE DEFENDER
Registration Number:	1088490	CAPTAIN CAT
Registration Number:	1825353	CAT A'BOUT
Registration Number:	2604849	
Registration Number:	1881570	CAT GRASS PLUS
Registration Number:	2777628	CATNIP PLUS
Registration Number:	2507651	CENTER CUT
Registration Number:	1900057	CHERISHES
Registration Number:	1710765	COMBONE
Registration Number:	2781167	
Registration Number:	1938319	EYE CLEAR
Registration Number:	2827039	FEATHER GLO
Registration Number:	1094924	FEATHER GLO
Registration Number:	2135797	FLUFF-A-BED
Registration Number:	1855800	GOURMET PET
Registration Number:	3102464	GRASS GEL

CH $1215.00 2736104

Property Type	Number	Word Mark
Registration Number:	3126116	HOT SPOT
Registration Number:	2514851	KATCHEEZE
Registration Number:	3273947	K-P
Registration Number:	1278588	KWIK-STOP
Registration Number:	3281517	KWIK-STOP
Registration Number:	2004608	NURTURES
Registration Number:	1891614	NUTRIGEL
Registration Number:	1237962	OTICARE B
Registration Number:	1248098	OTICLEAN A
Registration Number:	1818706	OTI-CLENS
Registration Number:	2144272	PRO-TREAT
Serial Number:	77950310	PRO-TREAT RAW NATURALS
Registration Number:	2600772	
Serial Number:	85127210	QUIKKLOT
Registration Number:	2690797	R-7
Registration Number:	2690796	R-7
Registration Number:	1134961	R-7
Serial Number:	77950320	RAW SCIENCE
Registration Number:	1184733	REDI
Registration Number:	2542089	RICH HEALTH
Registration Number:	1963253	RICH HEALTH
Registration Number:	1075354	SCALEX
Registration Number:	2816855	SMALL ANIMAL GRASS PLUS
Registration Number:	2901379	THE ORIGINAL FREEZE DRIED TRAINING TREAT
Registration Number:	0328847	VIONATE
Registration Number:	1444796	VITAL NUTRITION
Registration Number:	1767816	WONDER COAT
Registration Number:	1204219	WONDER COAT
Registration Number:	2316530	WOWSERS

CORRESPONDENCE DATA

Fax Number: 2162410816

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: 216-622-8200

Email: ipdocket@calfee.com

Correspondent Name: Ryan W. Falk

Address Line 1: Calfee, Halter & Griswold LLP

Address Line 2: The Calfee Building, 1405 East Sixth St.

Address Line 4: Cleveland, OHIO 44114-1607

ATTORNEY DOCKET NUMBER:	36137/04000
NAME OF SUBMITTER:	Ryan W. Falk
SIGNATURE:	/ryan w. falk/
DATE SIGNED:	07/17/2014

Total Attachments: 4
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RELEASE OF TRADEMARK SECURITY AGREEMENT

(Senior Subordinated Debt)

THIS RELEASE OF TRADEMARK SECURITY AGREEMENT (this "Release"), dated as of July 11, 2014, is made by **FIFTH THIRD BANK**, an Ohio banking corporation ("Secured Party"), and is as follows:

WHEREAS, GIMBORN PET SPECIALTIES LLC, an Ohio limited liability company ("Debtor"), and Secured Party are parties to that certain Trademark Security Agreement dated as of October 20, 2010 (the "Agreement"), which was recorded with The United States Patent and Trademark Office on October 28, 2010, in its records at Reel 004306, Frame 0218; capitalized terms used but not defined herein will have the meaning given to them in the Agreement;

WHEREAS, the Agreement granted to the Secured Party a security interest in all of the Debtor's right, title and interest in, to and under the Trademark Collateral (as defined in the Agreement), including, without limitation: (a) all of Debtor's right, title and interest in and to all of its now or in the future owned or existing Trademarks listed on Schedule I of the Agreement (attached hereto and made a part hereof as Schedule I); (b) all renewals of each of the Trademarks; (c) all income, royalties, damages and payments now and in the future due or payable under, or with respect to, any and all Trademarks, including damages and payments for past or future infringements of any and all Trademarks; (d) all rights to sue for past, present and future infringements of any and all Trademarks; (e) all rights corresponding to each of the Trademarks throughout the world; (f) all rights of Debtor as licensor or licensee under, and with respect to, trademarks, service marks, trade names, and trademark and service mark applications, including the licenses listed on Schedule I and the Trademark Licenses; and (g) together in each case with the goodwill of Debtor's business connected with the use of, and symbolized by, the foregoing; and

WHEREAS, Secured Party desires to release its rights and security interests in the Trademark Collateral.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Secured Party hereby fully and finally releases and terminates (i) its security interest and other rights in, to and under the Trademark Collateral and (ii) any and all other rights it may have under the Agreement.

[*Signature Page Follows*]

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

FIFTH THIRD BANK

By:_____
Lucas J. Barnett, Vice President

SIGNATURE PAGE TO
RELEASE OF TRADEMARK SECURITY AGREEMENT
(Gimborn Pet)
(Senior Subordinated Debt)

SCHEDULE I

Trademarks and Licenses

Registered U.S. Trademarks

MARK	SERIAL NO.	REG. NO.
ARC	76/377,547	2,736,104
ARC LABORATORIES and Design	76/377,546	2,739,746
AVI.VITE	73/360,113	1,282,964
BIRD CAGE DEFENDER	73/498,409	1,333,955
CAPTAIN CAT	73/111,675	1,088,490
CAT A'BOUT	74/405,874	1,825,353
Cat Design	76/347,147	2,604,849
CAT GRASS PLUS	74/402,314	1,881,570
CATNIP PLUS	76/460,402	2,777,628
CENTER CUT	75/701,792	2,507,651
CHERISHES	74/402,316	1,900,057
COMBONE	74/071,070	1,710,765
Dog Label Design	76/276,609	2,781,167
EYE CLEAR	74/585,426	1,938,319
FEATHER GLO	76/434,413	2,827,039
FEATHER GLO	73/123,628	1,094,924
FLUFF-A-BED	75/245,415	2,135,797
GOURMET PET	74/454,399	1,855,800
GRASS GEL	78/645,405	3,102,464
HOT SPOT AND Design	78/615,865	3,126,116
KATCHEEZE	76/140,471	2,514,851
K-P	77/026,888	3,273,947
KWIK-STOP	73/257,873	1,278,588
KWIK-STOP and Design	77/021,976	3,281,517
NURTURES	74/402,317	2,004,608
NUTRIGEL	74/402,318	1,891,614
OTICARE B	73/258,238	1,237,962
OTICLEAN A	73/258,239	1,248,098
OTI-CLENS	74/352,236	1,818,706
PRO-TREAT	75/201,129	2,144,272
PRO-TREAT RAW NATURALS	77/950,310	Pending
Purple, Teal and Gold Label Design	76/256,374	2,600,772
QUIKKLOT	85/127,210	Pending
R-7	76/415,820	2,690,797
R-7 and Design	76/415,819	2,690,796
R-7 and Design	73/191,505	1,134,961
RAW SCIENCE	77/950,320	Pending
REDI	73/267,015	1,184,733
RICH HEALTH	75/646,315	2,542,089
RICH HEALTH	74/657,685	1,963,253
SCALEX	73/093,446	1,075,354

SMALL ANIMAL GRASS PLUS	76/509,450	2,816,855
THE ORIGINAL FREEZE DRIED TRAINING TREAT	76/553,948	2,901,379
VIONATE	71/362,328	328,847
VITAL NUTRITION	73/607,731	1,444,796
WONDER COAT	74/145,213	1,767,816
WONDER COAT	73/257,899	1,204,219
WOWSERS	75/629,585	2,316,530

Common-law Trade Names and Trademarks

None.

Trademark Licenses

License Agreement dated May 1, 1997 by and among H. von Gimborn, GmbH, Gimborn US, Inc. and Sunshine Mills, Inc.