

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM330051

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Barclays Bank PLC		01/26/2015	PLC: UNITED KINGDOM
RECEIVING PARTY DATA			
Name:	BR IP Holder LLC		
Street Address:	P.O. Box 9141		
City:	Canton		
State/Country:	MASSACHUSETTS		
Postal Code:	02021		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 52			
Property Type	Number	Word Mark	
Registration Number:	2147973	RASPBERRY CHEESE LOUISE	
Registration Number:	2086690	TRULY FREE	
Registration Number:	1709444	CHILLY BURRRGER	
Registration Number:	1761925	31	
Registration Number:	1783116	BASKIN 31 ROBBINS	
Registration Number:	1400583	WORLD CLASS	
Registration Number:	1344856	CHOCOLATE MOUSSE ROYALE	
Registration Number:	0974405	JAMOCA	
Registration Number:	0845118	31	
Registration Number:	0796902	31	
Registration Number:	0710670	31	
Registration Number:	3814450	ICING ON THE CAKE	
Registration Number:	3779292	BR 31 EXPRESS	
Registration Number:	3779293	BR 31 EXPRESS	
Registration Number:	3833443	MAGIC SPRINKLES	
Registration Number:	3721265	SUPER SPRAYS	
Registration Number:	3729575	B R BRIGHT CHOICES	
Registration Number:	3535195	B 31 R BASKIN ROBBINS	
Registration Number:	3535196	B 31 R BASKIN ROBBINS CANDY	

OP \$1315.00 2147973

Property Type	Number	Word Mark
Registration Number:	3359315	SPLISH SPLASH
Registration Number:	3355066	BASKIN B 31 R ROBBINS
Registration Number:	3338387	B 31 R
Registration Number:	3355064	B 31 R BASKIN ROBBINS
Registration Number:	3338390	B 31 R BASKIN ROBBINS
Registration Number:	3346956	BASKIN B 31 R ROBBINS
Registration Number:	3346954	B 31 R BASKIN ROBBINS
Registration Number:	3346955	B 31 R
Registration Number:	3346957	B 31 R BASKIN ROBBINS
Registration Number:	3219662	MAUI BROWNIE MADNESS
Registration Number:	3145439	LOVE GONE SOUR
Registration Number:	3110622	RAZZA DAZZA CHIP
Registration Number:	3252365	CHIP OFF THE 'OLE CHEESECAKE
Registration Number:	3035845	BASKIN 31 ROBBINS
Registration Number:	3124982	BASKIN 31 ROBBINS
Registration Number:	3124983	BASKIN 31 ROBBINS
Registration Number:	3056460	WHO WANTS SOME ICE CREAM?
Registration Number:	3030448	MINTOPIA BLAST
Registration Number:	3003845	BOBSLED BROWNIE
Registration Number:	3007377	LOVE POTION #31
Registration Number:	3418198	BASEBALL NUT
Registration Number:	2919073	GOLD MEDAL RIBBON
Registration Number:	2983039	QUARTERBACK CRUNCH
Registration Number:	2917497	WINTER WHITE CHOCOLATE
Registration Number:	2734865	AMERICA'S BIRTHDAY CAKE
Registration Number:	2683536	TAX CRUNCH
Registration Number:	2774702	CAPPUCCINO BLAST
Registration Number:	2602561	FREEZE FRAME
Registration Number:	1423116	MIAMI ICE
Registration Number:	1807776	
Registration Number:	1835784	
Registration Number:	1371672	BASKIN-ROBBINS
Registration Number:	1185045	BASKIN-ROBBINS

CORRESPONDENCE DATA

Fax Number: 6179517050

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: 617-951-7249

Email: ronald.duvernay@ropesgray.com
Correspondent Name: Joshua D. Talicska
Address Line 1: Prudential Tower, 800 Boylston Street
Address Line 2: Ropes & Gray LLP
Address Line 4: Boston, MASSACHUSETTS 02199-3600

ATTORNEY DOCKET NUMBER: 109306-0015-004

NAME OF SUBMITTER: Joshua D. Talicska

SIGNATURE: /j talicska/

DATE SIGNED: 01/26/2015

Total Attachments: 6

source=852#page1.tif

source=852#page2.tif

source=852#page3.tif

source=852#page4.tif

source=852#page5.tif

source=852#page6.tif

RELEASE OF SECURITY INTEREST IN TRADEMARKS

This RELEASE OF SECURITY INTEREST IN TRADEMARKS (this "Release"), dated as of January 26, 2015 (the "Effective Date"), is made by BARCLAYS BANK PLC, in its capacity as administrative agent for the Secured Parties (the "Administrative Agent"), in favor of BR IP HOLDER LLC (the "Grantor").

WHEREAS, pursuant to that certain Security Agreement, dated as of December 3, 2010, by and among the Administrative Agent, the Grantor and certain other parties thereto (as amended, amended and restated, supplemented or otherwise modified from time to time, the "Security Agreement") and that certain Trademark Security Agreement, dated as of December 3, 2010, by and between the Administrative Agent and the Grantor (the "Trademark Security Agreement"), the Grantor granted to the Administrative Agent, in its capacity as administrative agent for the Secured Parties (as defined in the Security Agreement), a security interest in and to the following (collectively, the "Trademark Collateral"):

- (a) Trademarks of the Grantor set forth on Schedule 1 attached hereto; and
- (b) all Proceeds of any and all of the foregoing;

WHEREAS, the Trademark Security Agreement was recorded with the United States Patent and Trademark Office on December 6, 2010, at Reel/Frame 004425/0243;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent hereby agrees as follows:

1. Defined Terms. All capitalized terms used, but not otherwise defined herein, shall have the respective meanings ascribed in or otherwise referenced in the Security Agreement or the Trademark Security Agreement, as applicable.

2. Release. The Administrative Agent, without representation or warranty of any kind, hereby releases, discharges, terminates and cancels all of its lien on and security interest in and to all of the Grantor's right, title and interest in, to and under the Trademark Collateral, including the trademark registrations and applications set forth on Schedule 1 attached hereto, arising under the Security Agreement and the Trademark Security Agreement. If and to the extent that the Administrative Agent has acquired any right, title or interest in and to the Trademark Collateral under the Security Agreement or the Trademark Security Agreement, the Administrative Agent, without representation or warranty of any kind, hereby re-transfers, re-conveys and re-assigns such right, title or interest to the Grantor, including without limitation, the goodwill of the business connected with the use of, and symbolized by, the Trademark Collateral.

3. Termination. The Administrative Agent, without representation or warranty of any kind, hereby terminates and cancels the Trademark Security Agreement.

4. Further Assurances. The Administrative Agent hereby agrees to take all further actions, and provide to the Grantor and its successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), reasonably requested by the Grantor, at the Grantor's sole cost and expense, to more fully and effectively effectuate the purposes of this Release.


5. Governing Law. This Release shall be governed by, and construed and interpreted in accordance with, the laws of the State of New York.

6. Counterparts. This Release may be executed in any number of counterparts, all of which shall constitute one and the same instrument, and any party hereto may execute this Release by signing and delivering one or more counterparts.

[Signature Page Follows]

IN WITNESS WHEREOF, the parties hereto have caused this Release to be executed by their duly authorized representatives as of the Effective Date:

BARCLAYS BANK PLC, acting in its
capacity as Administrative Agent for the
Secured Parties

By: 
Name: Christine Aharonian
Title: Vice President

[Trademark Release - BR IP Holder LLC (2010 Grant)]

TRADEMARK
REEL: 005446 FRAME: 0855

BR IP HOLDER LLC, as Grantor

By: Katherine D. Jaspon
Name: Katherine D. Jaspon
Title: Vice President, Finance & Treasury
& Corporate Treasurer

[Trademark Release -- BR IP Holder LLC (2010 Grant)]

TRADEMARK
REEL: 005446 FRAME: 0856

SCHEDULE I
to
RELEASE OF TRADEMARK SECURITY AGREEMENT
TRADEMARK REGISTRATIONS AND TRADEMARK APPLICATIONS

Trademark	Serial No.	Filing Date	Reg. No.	Reg. Date
RASPBERRY CHEESE LOUISE	74566620	08/29/1994	2147973	03/31/1998
TRULY FREE	74290330	07/01/1992	2086690	08/12/1997
CHILLY BUR-R-RGER	74142783	02/27/1991	1709444	08/18/1992
31	74142651	02/25/1991	1761925	03/30/1993
BASKIN 31 ROBBINS	74142652	02/25/1991	1783116	07/20/1993
WORLD CLASS	73568339	11/13/1985	1400583	07/08/1986
CHOCOLATE MOUSSE ROYALE	73386126	09/17/1982	1344856	06/25/1985
JAMOCA	72378931	12/17/1970	0974405	12/04/1973
31	72272343	05/25/1967	0845118	02/27/1968
31	72172718	07/10/1963	0796902	09/28/1965
31	72066443	01/26/1959	0710670	01/31/1961
ICING ON THE CAKE	77890151	12/10/2009	3814450	07/06/2010
BR 31 EXPRESS	77694613	03/19/2009	3779292	04/20/2010
BR 31 EXPRESS	77694638	03/19/2009	3779293	04/20/2010
MAGIC SPRINKLES	77675645	02/23/2009	3833443	08/17/2010
SUPER SPRAYS	77674454	02/20/2009	3721265	12/08/2009
B R BRIGHT CHOICES	77571128	09/16/2008	3729575	12/22/2009
B 31 R BASKIN ROBBINS	77365612	01/07/2008	3535195	11/18/2008
B 31 R BASKIN ROBBINS CANDY	77365644	01/07/2008	3535196	11/18/2008
SPLISH SPLASH	77157696	04/16/2007	3359315	12/25/2007
BASKIN B 31 R ROBBINS	77084713	01/17/2007	3355066	12/18/2007
B 31 R	77084773	01/17/2007	3338387	11/20/2007
B 31 R BASKIN ROBBINS	77084487	01/17/2007	3355064	12/18/2007
B 31 R BASKIN ROBBINS	77084810	01/17/2007	3338390	11/20/2007
BASKIN B 31 R ROBBINS	77073587	12/29/2006	3346956	12/04/2007
B 31 R BASKIN ROBBINS	77073545	12/29/2006	3346954	12/04/2007
B 31 R	77073571	12/29/2006	3346955	12/04/2007
B 31 R BASKIN ROBBINS	77073608	12/29/2006	3346957	12/04/2007
MAUI BROWNIE MADNESS	78740490	10/26/2005	3219662	03/20/2007
LOVE GONE SOUR	78740491	10/26/2005	3145439	09/19/2006
RAZZA DAZZA CHIP	78604470	04/08/2005	3110622	06/27/200
CHIP OFF THE WHEEL CHEESECAKE	78603694	04/07/2005	3252365	06/12/2007
BASKIN 31 ROBBINS	78564330	02/10/2005	3035845	12/27/2005
BASKIN 31 ROBBINS	78977098	10/28/2004	3124982	08/01/2006

Trademark	Serial No.	Filing Date	Reg. No.	Reg. Date
BASKIN 31 ROBBINS	78977099	10/28/2004	3124983	08/01/2006
WHO WANTS SOME ICE CREAM?	78406577	04/22/2004	3056460	01/31/2006
MINTOPIA BLAST	78383099	03/12/2004	3030448	12/13/2005
BOBSLED BROWNIE	78379175	03/05/2004	3003845	10/04/2005
LOVE POTION #31	78378034	03/03/2004	3007377	10/18/2005
BASEBALL NUT	78352904	01/16/2004	3418198	04/29/2008
GOLD MEDAL RIBBON	78353056	01/16/2004	2919073	01/18/2005
QUARTERBACK CRUNCH	78353077	01/16/2004	2983039	08/09/2005
WINTER WHITE CHOCOLATE	78353096	01/16/2004	2917497	01/11/2005
AMERICA'S BIRTHDAY CAKE	78149350	07/31/2002	2734865	07/08/2003
TAX CRUNCH	76407120	05/13/2002	2683536	02/04/2003
CAPPUCCINO BLAST	76387525	03/26/2002	2774702	10/21/2003
FREEZE FRAME	76178928	12/11/2000	2602561	07/30/2002
MIAMI ICE	73577947	01/16/1986	1423116	12/30/1986
DESIGN ONLY	74237439	01/13/1992	1807776	11/30/1993
DESIGN ONLY	74237440	01/13/1992	1835784	05/10/1994
BASKIN-ROBBINS	73528089	03/21/1985	1371672	11/19/1985
BASKIN-ROBBINS	73283398	10/27/1980	1185045	01/05/1982