

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM333224

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Dinerware, LLC		02/24/2015	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as administrative agent		
Street Address:	135 S. LaSalle Street		
Internal Address:	IL4-135-09-61		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60603		
Entity Type:	National Association: UNITED STATES		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2628048	DINERWARE	
CORRESPONDENCE DATA			
Fax Number:	3026365454		
<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:	800-927-9801 x 62348		
Email:	jpaterso@cscinfo.com		
Correspondent Name:	Corporation Service Company		
Address Line 1:	1090 Vermont Avenue NW, Suite 430		
Address Line 4:	Washington, D.C. 20005		
ATTORNEY DOCKET NUMBER:	515174		
NAME OF SUBMITTER:	Jean Paterson		
SIGNATURE:	/jep/		
DATE SIGNED:	02/25/2015		
Total Attachments: 4			
source=2-25-15 Dinerware LLC-TM#page1.tif			
source=2-25-15 Dinerware LLC-TM#page2.tif			
source=2-25-15 Dinerware LLC-TM#page3.tif			

CH \$40.00 2628048

**NOTICE OF GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

February 24, 2015

United States Trademark and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Amended and Restated Collateral Agreement dated as of September 4, 2014 (as amended, restated, supplemented or otherwise modified from time to time, the "Agreement") among Dinerware, LLC, a Delaware limited liability company (the "Grantor"), the other grantors party thereto and the undersigned Administrative Agent (including any successors and assigns) for the Secured Parties referenced in the Agreement, the Grantor has granted a continuing security interest in and continuing lien upon the Trademarks, including the United States Trademarks identified on Schedule 1 hereto (the "Trademark Collateral") to the Administrative Agent for the ratable benefit of the Secured Parties. Terms used herein but not otherwise defined herein shall have the meaning ascribed to them in the Agreement.

The Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the grant of a security interest in the Trademark Collateral (a) may only be terminated in accordance with the terms of the Loan Documents and (b) is not to be construed as an assignment of any Trademark or Trademark application.

This Notice of Grant of Security Interest in Trademarks has been entered into in conjunction with the provisions of the Agreement. The Grantor does hereby acknowledge and confirm that the grant of the security interest hereunder to, and the rights and remedies of, the Administrative Agent with respect to the Trademark Collateral are more fully set forth in the Agreement, the terms and provisions of which are incorporated herein by reference as if fully set forth herein.

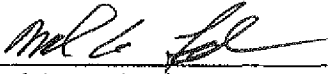
*[Remainder of Page Intentionally Left Blank;
Signature Page Follows]*

Address of Grantor:

90 Nassau Street
Second Floor
Princeton, NJ 08542

Very truly yours,

DINERWARE, LLC,
as Grantor

By: 
Name: Michael A. Lawler
Title: President

Address of Administrative Agent:

Bank of America, N.A., as Administrative Agent
135 S. LaSalle St.
Mail Code: IL4-135-09-61
Chicago, IL 60603

Acknowledged and accepted:

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

By: _____
Name:
Title:

[Signature Page to Notice of Grant of Security Interest in Trademarks]

TRADEMARK
REEL: 005465 FRAME: 0945

Address of Grantor:

90 Nassau Street
Second Floor
Princeton, NJ 08542

Very truly yours,

DINERWARE, LLC,
as Grantor

By: _____

Name: Michael A. Lawler

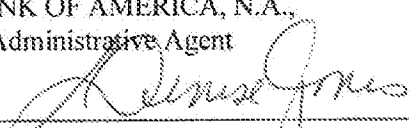
Title: President

Address of Administrative Agent:

Bank of America, N.A., as Administrative Agent
135 S. LaSalle St.
Mail Code: IL4-135-09-61
Chicago, IL 60603

Acknowledged and accepted:

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

By:  _____

Name:

Denise Jones

Title:

Assistant Vice President

[Signature Page to Notice of Grant of Security Interest in Trademarks]

TRADEMARK
REEL: 005465 FRAME: 0946

SCHEDULE 1

TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark Item</u>	<u>Date of Trademark</u>
2,628,048	Dinerware	October 1, 2002

TRADEMARK APPLICATIONS

None.