

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM351604

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Security Agreement		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
JOSEPH'S GOURMET PASTA COMPANY		08/12/2015	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	PNC Bank, National Association, as Agent		
<b>Street Address:</b>	Two Tower Center Boulevard		
<b>City:</b>	East Brunswick		
<b>State/Country:</b>	NEW JERSEY		
<b>Postal Code:</b>	08816		
<b>Entity Type:</b>	Association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4457685	IT'S WHAT'S INSIDE THAT COUNTS	
<b>Registration Number:</b>	4294168	JOSEPH'S PASTA CO. GOURMET PASTA & SAUCE	
<b>Serial Number:</b>	86229775	ARTISAN QUALITY JOSEPH'S GOURMET PASTA	
<b>Serial Number:</b>	86234227	LA ROMAGNOLA	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>			
<b>Email:</b>	michael.barys@thomsonreuters.com		
<b>Correspondent Name:</b>	James Murray		
<b>Address Line 1:</b>	4400 Easton Commons Way Suite 125		
<b>Address Line 2:</b>	CT Corporation		
<b>Address Line 4:</b>	Columbus, OHIO 43219		
<b>NAME OF SUBMITTER:</b>	James Murray		
<b>SIGNATURE:</b>	/Michael Barys/		
<b>DATE SIGNED:</b>	08/17/2015		
<b>Total Attachments: 4</b>			
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## TRADEMARK ASSIGNMENT OF SECURITY

August 12, 2015

WHEREAS, the undersigned grantor ("Grantor"), owns the marks shown under Grantor's name in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Grantor is obligated to PNC Bank, National Association ("PNC") and various other financial institutions (collectively with PNC, "Lenders") and PNC as agent for Lenders ("Agent") pursuant to (i) a certain Revolving Credit, Term Loan and Security Agreement, dated the date hereof, among Agent, Lenders, Grantor and the other parties named therein and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof, made by Grantor in favor of Agent (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, Grantor is granting to Agent for its benefit and for the ratable benefit of Lenders a security interest in Grantor's Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

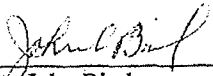
NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Grantor does hereby assign unto Agent for its benefit and for the ratable benefit of Lenders and grant to Agent for its benefit and for the ratable benefit of Lenders a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

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**TRADEMARK**  
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Grantor expressly acknowledges and affirms that the rights and remedies of Agent and Lenders with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

JOSEPH'S GOURMET PASTA COMPANY, as  
Grantor

By:   
Name: John Birch  
Title: Chief Financial Officer

**SCHEDULE A**

<b>Owner</b>	<b>Title</b>	<b>Application Date</b>	<b>Application No.</b>	<b>Registration Date</b>	<b>Registration No.</b>	<b>Country</b>
Josephs Gourmet Pasta Company	IT'S WHAT'S INSIDE THAT COUNTS	11/14/2012	85/779182	12/31/2013	4,457,685	United States of America
Josephs Gourmet Pasta Company	JOSEPH'S PASTA CO. GOURMET PASTA & SAUCES	4/12/2011	85/292845	2/26/2013	4,294,168	United States of America
Josephs Gourmet Pasta Company	JOSEPH'S GOURMET PASTA ARTISAN QUALITY AND Design	3/27/2014	86/229775			United States of America
Josephs Gourmet Pasta Company	LA ROMAGNOLA (Stylized Design)	3/27/2014	86/234227			United States of America