TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM352817

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

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
UBS AG, Stamford Branch, as Collateral Agent		08/26/2015	CORPORATION: SWITZERLAND

RECEIVING PARTY DATA

Name:	Marietta Corporation
Street Address:	37 Huntington St.
City:	Cortland
State/Country:	NEW YORK
Postal Code:	13045
Entity Type:	CORPORATION: NEW YORK

PROPERTY NUMBERS Total: 20

Property Type	Number	Word Mark
Registration Number:	2340436	
Registration Number:	2448437	AROMAE
Registration Number:	4518675	ASTOR AND COOPER
Registration Number:	4518678	ASTOR AND COOPER NEW YORK
Registration Number:	1996168	CAMBRIA & TAYLOR
Registration Number:	4129353	EARTH'S ACCENTS
Registration Number:	2304271	FOR YOU. FOR THE EARTH.
Registration Number:	1701293	FRESH 'N' MINTY
Registration Number:	1954582	LORD & MAYFAIR
Registration Number:	1659351	LORD & MAYFAIR
Registration Number:	4386531	MARIETTA
Registration Number:	4344976	MARIETTA EXPERIENCE THE DIFFERENCE
Registration Number:	3971305	PAYA
Registration Number:	2168558	PROTERRA
Registration Number:	3172120	SERENE ELEMENTS
Registration Number:	1898492	SUN & SAND
Registration Number:	1819633	
Serial Number:	86362969	MOMENTS BODYCARE
Serial Number:	85228486	RE-UZE

CH $515.00 2340436

Property Type	Number	Word Mark
Serial Number:	85652919	SPA 360

CORRESPONDENCE DATA

Fax Number: 2122305199

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: 212-318-6518

Email: terrenceboyle@paulhastings.com

Correspondent Name: Terrence G. Boyle

Address Line 1: 75 East 55th Street

Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	91497.00007
NAME OF SUBMITTER:	Terrence G. Boyle
SIGNATURE:	/Terrence G. Boyle/
DATE SIGNED:	08/26/2015

Total Attachments: 3

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TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS (this "Termination"), is dated as of August 26, 2015, and made by UBS AG, Stamford Branch, in its capacity as collateral agent pursuant to the Security Agreement referred to below (in such capacity, the "Collateral Agent") to Marietta Corporation, a New York corporation, whose principal place of business is 37 Huntington St., Cortland, New York 13045 (the "Grantor").

WHEREAS, certain security interests (the "Interests") were granted by the Grantor to Collateral Agent in certain collateral, including the Trademarks (as hereinafter defined);

WHEREAS, the Interests were recorded in the Trademark Assignment Division of the United States Patent and Trademark Office on March 24, 2015, at Reel 005484 and Frame 0972; and

WHEREAS, the Collateral Agent now desires to terminate and release the Interests.

NOW, THEREFORE, for good and valuable consideration, Collateral Agent hereby states as follows:

1. Definitions. The term "Trademarks", as used herein, shall mean all of the Grantor's right, title and interest of every kind and nature as of the date hereof in the trademarks listed on Schedule A hereto. Capitalized terms used herein without definition are used as defined in the ABL U.S. Security Agreement ("Security Agreement"), dated as of May 23, 2013, made by, *inter alios*, the Grantor by operation of a Supplement dated as of February 27, 2015 to the Security Agreement in favor of Collateral Agent.

2. Release of Security Interest. Collateral Agent hereby terminates the Interests and terminates, releases and discharges its collateral pledge, grant, assignment, lien and security interest in the Trademarks, without recourse, representation or warranty.

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IN WITNESS WHEREOF, Collateral Agent has caused this Termination to be executed by its duly authorized officer as of the date first written above.

UBS AG, STAMFORD BRANCH,
as Collateral Agent

By: _____
Name: Darlene Arias
Title: Director

By: _____
Name: James Morgan
Title: Executive Director
Regional Functional Head
Banking Product Services US

Schedule A

U.S. Trademarks and Trademark Applications

Owner	Trademark	App. No.	Reg. No.
Marietta Corporation	(Design)	75595572	2340436
Marietta Corporation	AROMAE	75819773	2448437
Marietta Corporation	ASTOR AND COOPER	85778260	4518675
Marietta Corporation	ASTOR AND COOPER NEW YORK	85779576	4518678
Marietta Corporation	CAMBRIA & TAYLOR	74611747	1996168
Marietta Corporation	EARTH'S ACCENTS	85127801	4129353
Marietta Corporation	FOR YOU. FOR THE EARTH.	75615092	2304271
Marietta Corporation	FRESH 'N' MINTY	74029251	1701293
Marietta Corporation	LORD & MAYFAIR	74604725	1954582
Marietta Corporation	LORD & MAYFAIR (and design)	74025184	1659351
Marietta Corporation	MARIETTA	85651984	4386531
Marietta Corporation	MARIETTA EXPERIENCE THE DIFFERENCE	85290694	4344976
Marietta Corporation	MOMENTS BODYCARE	86362969	Pending
Marietta Corporation	PAYA	77846297	3971305
Marietta Corporation	PROTERRA	75230717	2168558
Marietta Corporation	RE-UZE	85228486	Pending
Marietta Corporation	SERENE ELEMENTS	78436236	3172120
Marietta Corporation	SPA 360	85652919	Pending
Marietta Corporation	SUN & SAND	85/652919	1898492
Marietta Corporation	(Design)	74395788	1819633