

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM364106

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Nut Heads Chocolate Factory, Inc.		11/23/2015	CORPORATION: MINNESOTA
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Administrative Agent		
Street Address:	135 S LaSalle St		
Internal Address:	IL4-135-04-13		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60603		
Entity Type:	a national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	86656479	SWEET CHAOS	
CORRESPONDENCE DATA			
Fax Number:	6127661600		
<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:	612-766-6911		
Email:	susan.carlson@faegrebd.com		
Correspondent Name:	Susan Carlson, Faegre Baker Daniels LLP		
Address Line 1:	90 S 7th St Ste 2200		
Address Line 4:	Minneapolis, MINNESOTA 55402		
NAME OF SUBMITTER:	Susan Carlson		
SIGNATURE:	/e/ Susan Carlson		
DATE SIGNED:	12/01/2015		
Total Attachments: 3			
source=Nut Heads Trademark Agmt#page1.tif			
source=Nut Heads Trademark Agmt#page2.tif			
source=Nut Heads Trademark Agmt#page3.tif			

OP \$40.00 86656479

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

November 23, 2015

United States Patent and Trademark Office

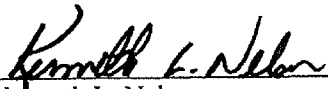
Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of May 30, 2014 (as amended, modified, extended, restated, renewed, replaced, or supplemented from time to time, the "Agreement") among the Grantors party thereto (each a "Grantor" and, collectively, the "Grantors") and Bank of America, N.A., as administrative agent (the "Administrative Agent"), which secures (among other things) the Grantors' obligations under the Credit Agreement dated as of November 23, 2015, the undersigned Grantor has granted a continuing security interest in and continuing lien upon the additional trademarks and trademark applications shown on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Secured Parties.

The undersigned Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

NUT HEADS CHOCOLATE FACTORY, INC.

By 
Name: Kenneth L. Nelson
Title: Chief Executive Officer/President

Acknowledged and Accepted:

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

By: _____
Name: _____
Title: _____

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

November 23, 2015

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of May 30, 2014 (as amended, modified, extended, restated, renewed, replaced, or supplemented from time to time, the "Agreement") among the Grantors party thereto (each a "Grantor" and, collectively, the "Grantors") and Bank of America, N.A., as administrative agent (the "Administrative Agent"), which secures (among other things) the Grantors' obligations under the Credit Agreement dated as of November 23, 2015, the undersigned Grantor has granted a continuing security interest in and continuing lien upon the additional trademarks and trademark applications shown on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Secured Parties.

The undersigned Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

NUT HEADS CHOCOLATE FACTORY, INC.

By _____
Name: Kenneth L. Nelson
Title: Chief Executive Officer/President

Acknowledged and Accepted:

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

By: John K. Kallens
Name: John Kallens
Title: Vice President

Schedule 1 Additional Trademarks – Nut Heads Chocolate Factory, Inc.

ADDITIONAL TRADEMARK APPLICATIONS		
DESCRIPTION OF TRADEMARK APPLICATION	APPLICATION NUMBER	APPLICATION DATE
SWEET CHAOS	86/656,479	6/9/15