

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM387271

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Antares Capital LP		05/31/2016	Limited Partnership: DELAWARE
RECEIVING PARTY DATA			
Name:	HFI Heartland Foods, Inc.		
Street Address:	5240 St. Charles Road		
City:	Berkeley		
State/Country:	DELAWARE		
Postal Code:	60163		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	2696302	APPLERAGEOUS	
Registration Number:	1877824	CHEF CARLO	
Registration Number:	2798424	EAT RIGHT GET SMART	
Registration Number:	2881079	PB&J CUT OUTS	
Registration Number:	2545053	KIDS ARE PEOPLE TOO	
Registration Number:	2679135	LUNCH MUNCHIES	
Serial Number:	76539559	SANDWICH XPRESS	
Serial Number:	76577505	TASTY STUFFED DELIGHTS	
CORRESPONDENCE DATA			
Fax Number:	9198344564		
<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:	(919) 828-0564		
Email:	trademarks@parkerpoe.com		
Correspondent Name:	William B. Cannon		
Address Line 1:	301 Fayetteville Street, Suite 1400		
Address Line 4:	Raleigh, NORTH CAROLINA 27601		
ATTORNEY DOCKET NUMBER:	148363		
NAME OF SUBMITTER:	William B. Cannon		

OP \$215.00 2696302

SIGNATURE:	/William B. Cannon/
DATE SIGNED:	06/09/2016
Total Attachments: 6 source=HFI Heartland Foods - Release of R3072 F0121#page1.tif source=HFI Heartland Foods - Release of R3072 F0121#page2.tif source=HFI Heartland Foods - Release of R3072 F0121#page3.tif source=HFI Heartland Foods - Release of R3072 F0121#page4.tif source=HFI Heartland Foods - Release of R3072 F0121#page5.tif source=HFI Heartland Foods - Release of R3072 F0121#page6.tif	

TRADEMARK RELEASE AND REASSIGNMENT

THIS TRADEMARK RELEASE AND REASSIGNMENT is made as of May 31, 2016, by ANTARES CAPITAL LP, as successor by assignment to Antares Capital Corporation, as Agent (“Secured Party”). Capitalized terms used but not defined herein shall have the same meanings assigned to such terms in the Security Agreement (as defined below) and the Guaranty and Security Agreement (as defined in the Security Agreement), as applicable.

W I T N E S S E T H:

WHEREAS, HFI Heartland Foods, Inc., a Delaware corporation (“Grantor”) and Secured Party were parties to that certain Trademark Security Agreement dated as of April 21, 2005 the “Security Agreement”) pursuant to which the Grantor granted a security interest to Secured Party in certain Trademarks (as defined in the Security Agreement) and Trademark Collateral (as defined below) as security for certain obligations owing by Grantor to Secured Party, including the Trademarks set forth on Schedule 1 hereto;

WHEREAS, the Security Agreement was recorded by the Trademark Division of the United States Patent and Trademark Office on April 24, 2005, at Reel 3072, Frame 0121;

WHEREAS, Grantor has requested that Secured Party release its security interest in the Trademarks and Trademark Collateral and reassign any and all rights in the same to Grantor.

NOW THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

1. Secured Party hereby terminates, cancels, releases and discharges its security interest in all of Grantor’s right, title and interest in and to the following (collectively the “Trademark Collateral”):

(i) each Trademark, including without limitation, each Trademark referred to in Schedule 1 annexed hereto, together with any reissues, continuations or extensions thereof, and all of the goodwill of the business connected with the use of, and symbolized by, each Trademark;

(ii) each Trademark license, including, without limitation, each Trademark license listed on Schedule 1 annexed hereto, and all of the goodwill of the business connected with the use of, and symbolized by, each Trademark license;

(iii) all products and proceeds of the foregoing, including, without limitation, any claim by Debtor against third parties for past, present or future (a) infringement of any Trademark, including, without limitation, any Trademark referred to in Schedule 1 annexed hereto and any Trademark licensed under any Trademark license listed on Schedule 1 annexed hereto, or (b) injury to the goodwill associated with any Trademark or Trademark licensed under any Trademark license.


2. Secured Party hereby reassigns, grants and conveys to the Grantor, without any representation, recourse or undertaking by Secured Party, any and all of Secured Party’s right, title and interest in and to the Trademarks and the Trademark Collateral.

3. This Trademark Release and Reassignment shall be governed by and construed and interpreted in accordance with the laws of the State of Illinois.

[Signature Page Follows]

IN WITNESS WHEREOF, Secured Party has caused this Trademark Release and Reassignment to be executed as of the day and year first above written.

ANTARES CAPITAL LP


By: 
Name: Amy E. Kreck
Title: Duly Authorized Signatory



SCHEDULE 1

See attached.

SCHEDULE 1

TRADEMARKS

APPLERAGEOUS	Reg.	2696302	3/11/03	Flavored applesauce for institutional use	HFI HEARTLAND FOODS, INC. 5240 St. Charles Road Berkeley, Ill.
CHEF CARLO	Reg.	1877824	2/07/05	Frozen pizza	HFI HEARTLAND FOODS, INC. 5240 St. Charles Road Berkeley, Ill.
EAT RIGHT GET SMART	Reg.	2798424	12/23/00	Institutional food services, namely, the preparation of fresh and/or frozen meals and the service of such meals in institutions	HFI HEARTLAND FOODS, INC. 5240 St. Charles Road Berkeley, Ill.
HFI HEARTLAND FOODS	Reg.	2881079	9/07/04	Food products, namely, peanut butter and jelly sandwiches for institutional use	HFI HEARTLAND FOODS, INC. 5240 St. Charles Road Berkeley, Ill.
KIDS ARE PEOPLE TOO	Reg.	2545053	3/05/02	Institutional food services, namely, the preparation and delivery of fresh and/or frozen meals to institutions and the service of such meals in institutions	HFI HEARTLAND FOODS, INC. 5240 St. Charles Road Berkeley, Ill.
LUNCH MUNCHIES	Reg.	2679135	1/21/03	Lunch packages, namely, luncheon meat and cheese lunch packages, namely, pita bread, cookies and candy	HFI HEARTLAND FOODS, INC. 5240 St. Charles Road Berkeley, Ill.
PB&J CUT OUTS and Design 	Reg.	2679135	1/21/03	Lunch packages, namely, luncheon meat and cheese lunch packages, namely, pita bread, cookies and candy	HFI HEARTLAND FOODS, INC. 5240 St. Charles Road Berkeley, Ill.

SANDWICH XPRESS and Design 	Pending	76539559	8/22/03	Food products, namely, pre-cooked, ready-to-eat, frozen sandwiches made with meats, cheeses and/or vegetables for institutional use	HFI HEARTLAND FOODS, INC. 5240 St. Charles Road Berkeley, Ill.
TASTY STUFFED DELIGHTS 	Pending Intent to Use	76577505	5/25/04	Food products, namely, pre-cooked, ready-to-eat, frozen bread with a meat, cheese and/or vegetable filling for institutional use	HFI HEARTLAND FOODS, INC. 5240 St. Charles Road Berkeley, Ill.