

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM404846

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
OFD FOODS, LLC		11/08/2016	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	BANK OF AMERICA, N.A., AS ADMINISTRATIVE AGENT		
Street Address:	10623 NE 68TH STREET		
Internal Address:	MAIL CODE: WA3-132-01-01		
City:	KIRKLAND		
State/Country:	WASHINGTON		
Postal Code:	98033		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 17			
Property Type	Number	Word Mark	
Registration Number:	4989428	OFD FOODS	
Registration Number:	4989427	OFD FOODS	
Registration Number:	4640727	MOUNTAIN HOUSE	
Registration Number:	3808468	MOUNTAIN HOUSE WRAPS	
Registration Number:	3069159	PRO-PAK	
Registration Number:	2842632		
Registration Number:	2839844	MOUNTAIN HOUSE	
Registration Number:	2795313	MOUNTAIN OVEN	
Registration Number:	2769885		
Registration Number:	2346858	JUST IN CASE...	
Registration Number:	1558377		
Registration Number:	1504995		
Registration Number:	1294680	EASY MEAL	
Registration Number:	0992627	MOUNTAIN HOUSE	
Registration Number:	0883861	TEA KETTLE	
Serial Number:	87114706	SAVOR THE ADVENTURE	
Serial Number:	86441378	OFD FOODS	

OP \$440.00 4989428

CORRESPONDENCE DATA**Fax Number:** 9192868199*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:** 919 286-8000**Email:** PTO_TMconfirmation@mvalaw.com**Correspondent Name:** MOORE & VAN ALLEN PLLC**Address Line 1:** 3015 CARRINGTON MILL BOULEVARD**Address Line 2:** SUITE 400**Address Line 4:** MORRISVILLE, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	327000.27560
NAME OF SUBMITTER:	John E. Slaughter, III
SIGNATURE:	/John E. Slaughter, III/
DATE SIGNED:	11/08/2016

Total Attachments: 4

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as November 8, 2016 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and a right to set off against the trademark registrations and trademark applications shown below to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations:

TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark Item</u>	<u>Date of Trademark</u>
	See <u>Schedule 1</u> attached hereto	

TRADEMARK APPLICATIONS

<u>Trademark Applications No.</u>	<u>Description of Trademark Applied for</u>	<u>Date of Trademark Applications</u>
	See <u>Schedule 1</u> attached hereto	

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

Very truly yours,

OFD FOODS, LLC,
a Delaware limited liability company

By: 
Name: James Merryman
Title: Chief Executive Officer

Acknowledged and Accepted:

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

By: *Brenda Schriener*
Name: Brenda Schriener
Title: Vice President

Schedule 1

OFD Foods, LLC
(Delaware limited liability company)

U.S. Trademarks

Trademark Registrations

Mark	Reg. No.	Reg. Date
OFD FOODS	4989428	06/28/16
OFD FOODS	4989427	06/28/16
MOUNTAIN HOUSE	4640727	11/18/14
MOUNTAIN HOUSE WRAPS	3808468	06/22/10
PRO-PAK	3069159	03/14/06
Design Only	2842632	05/18/04
MOUNTAIN HOUSE	2839844	05/11/04
MOUNTAIN OVEN	2795313	12/16/03
Design Only	2769885	09/30/03
JUST IN CASE...	2346858	05/02/00
Design Only	1558377	09/26/89
Design Only	1504995	09/20/88
EASY MEAL	1294680	09/11/84
MOUNTAIN HOUSE	0992627	09/03/74
TEA KETTLE	0883861	01/06/70

Trademark Applications

Mark	Appl. No.	Filing Date
SAVOR THE ADVENTURE	87114706	07/25/16
OFD FOODS	86441378	10/31/14