

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM409621

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
ANTARES CAPITAL LP, AS SUCCESSOR AGENT		12/20/2016	Limited Partnership: DELAWARE
RECEIVING PARTY DATA			
Name:	THE ALL AMERICAN GOURMET COMPANY		
Street Address:	1201 HARMON PLACE		
City:	MINNEAPOLIS		
State/Country:	MINNESOTA		
Postal Code:	55403		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1616892	THE BUDGET GOURMET	
CORRESPONDENCE DATA			
Fax Number:			
<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>			
Email:	astark@paulweiss.com, dewilliams@paulweiss.com, aspoto@paulweiss.com		
Correspondent Name:	Alexander Stark		
Address Line 1:	1285 Avenue of the Americas		
Address Line 4:	New York, NEW YORK 10019-6064		
ATTORNEY DOCKET NUMBER:	19937-008		
NAME OF SUBMITTER:	Alexander Stark		
SIGNATURE:	/Alexander Stark/		
DATE SIGNED:	12/20/2016		
Total Attachments: 7			
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**RELEASE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY COLLATERAL**

This **RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY COLLATERAL** (this “**Release**”), dated as of December 20, 2016, is made by **ANTARES CAPITAL LP**, as successor in interest to General Electric Capital Corporation, as administrative agent (the “**Agent**”), under the Credit Agreement referred to below (terms used in this Release and not herein defined shall have the meanings set forth in the Credit Agreement).

WHEREAS, in connection with that certain Amended and Restated Credit Agreement dated as of August 1, 2013 (as amended, restated, supplemented or otherwise modified prior to the date hereof, the “**Credit Agreement**”), among Bellisio Foods, Inc., a Minnesota corporation, and Bellisio Foods Canada Corp., a Nova Scotia unlimited company (collectively, the “**Borrowers**”), the other Credit Parties, the Lenders from time to time party thereto and the Agent, and together with all general security agreements, copyright security agreements, trademark security agreements and patent security agreements entered into in connection therewith or in connection with prior versions thereof, the Lenders made loans and other financial accommodations to the Borrowers;

WHEREAS, in connection with the Credit Agreement, and pursuant to those certain agreements described on Annex I attached hereto (collectively, the “**Security Agreements**”), the Borrowers and certain of the other Credit Parties (collectively, the “**Grantors**”) granted security interests in the certain intellectual property owned by Grantors, including those listed on Annex I attached hereto (the “**Intellectual Property Collateral**”); and

WHEREAS, the Security Agreements were recorded in the U.S. Copyright Office and the U.S. Patent and Trademark Office on the dates and on the reels and frames set forth on Annex I hereto.

NOW THEREFORE, in consideration of the material covenants and agreements set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Agent hereby **RELEASES**, terminates and discharges, without representation, recourse or warranty whatsoever, all of its rights in, to and under, including its Lien on and security interest in, and right of setoff against, the Intellectual Property Collateral, together with any goodwill related thereto, whether granted pursuant to the Security Agreements or any other agreement or document delivered in connection with the Credit Agreement, and the Agent hereby reassigns any and all such right, title and interest (if any) that the Agent may have in, to and under the Intellectual Property Collateral to Grantors.

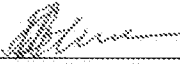
The Agent agrees, at Grantors’ expense, to cooperate with Grantors and to provide Grantors with the information and additional authorization reasonably required or desirable to effect the release of the Agent’s security interest in the released collateral described herein.

This Release and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the laws of the State of New York.

[Signature Page Follows]

IN WITNESS WHEREOF, the Agent has executed this Release as of the date first above written.



ANTARES CAPITAL LP, as successor by merger to
General Electric Capital Corporation, as Agent

By: 
Name: CAROLAN MUEHLEN
Title: Duly Authorized Signatory

TRADEMARKS

Trademark Security Agreement dated as of December 16, 2011 and filed with the United States Patent and Trademark Office on December 19, 2011 at Reel 4682, Frame 0297.

1. REGISTERED TRADEMARKS

Mark	Registration No.	Registration Date
DESIGN MARK (WOMAN'S HEAD) 	1690697	6/2/92
AUTHENTICO	3390779	3/4/08
BUDGET GOURMET BISTRO	3005011	10/4/05
THE BEAUTIFUL FOODS COMPANY	3752743	2/23/10
BELLISIO FOODS	3667281	8/11/09
BUNDINOS	3455853	6/24/08
THE FAMILY TABLE	3554680	12/30/08
HOWLIN COYOTE & design 	1871756	1/3/95
LET MAMA FEED YOU	3699950	10/20/09
MICHELINA'S	1712572	9/1/92
MICHELINA'S LEAN GOURMET	3006370	10/11/05
MICHELINA'S PIZZA SNACK ROLLS	2766991	9/23/03
MICHELINA'S SIGNATURE	2256005	6/22/99
MICHELINA'S SNACKERS	3795024	5/25/10
POP'N CHICKEN	2776746	10/21/03
YU SING	2156913	5/12/98
ZAP'EMS	2821708	3/9/04
ZAP'EMS GOURMET	4014020	8/16/11

2. TRADEMARK APPLICATIONS




Mark	Serial No.	Filing Date
GRILL'EMS	85223143	1/21/11
LEAN GOURMET BY MICHELINA'S	85121592	9/02/10
MICHELINA'S GRILL'EMS GOURMET	85223149	1/21/11
MICHELINA'S NATURAL GOURMET	85342128	6/9/11
SOLO GOURMET	77935600	2/15/10

Trademark Security Agreement dated as of December 16, 2011 and filed with the United States Patent and Trademark Office on December 19, 2011 at Reel 4682, Frame 0305.


Mark	Registration No.	Registration Date
BUDGET GOURMET	1,616,892	October 9, 1990

Trademark Security Agreement dated as of December 16, 2011 and filed with the United States Patent and Trademark Office on December 19, 2011 at Reel 4682, Frame 0326.

1. REGISTERED TRADEMARKS

Mark	Registration No.	Registration Date
WE BRING MENUS TO LIFE	2,999,149	9/30/05
STROMBO'S	3,024,543	12/6/05
ARDEN KITCHENS (WORD MARK)	3,021,659	11/29/05
	1,220,172	12/14/82
ARDENELLI'S ITALIAN CUISINE and Design 	1,585,979	March 6, 1990
ARDENELLI'S ITALIAN CUISINE and Design 	1,639,886	April 2, 1991

2. TRADEMARK APPLICATIONS

Mark	Serial No.	Filing Date
 Intent to Use Application	85/324,952	5/19/11

Trademark Security Agreement dated as of August 9, 2013 and filed with the United States Patent and Trademark Office on August 9, 2013 at Reel 5088, Frame 0263.

Trademark Registrations

Owner	Trademark	Registration Number / Registration Date	Serial Number / Filing Date	Jurisdiction
Overhill Farms, Inc.	OFI Asian Gourmet	3,428,841 May 13, 2008	78-980035 / March 20, 2006	United States
Overhill Farms, Inc.	Chicago Brothers	3,049,666 January 24, 2006	78-244113 / April 30, 2003	United States
Overhill Farms, Inc.	Chicago Brothers	3,049,656 January 24, 2006	78-494139 / October 4, 2004	United States
Overhill Farms, Inc.	Chicago Brothers Chefmaster	2,978,759 July 26, 2005	78-244113 / April 30, 2003	United States
Overhill Farms, Inc.	Overhill Farms	2,850,816 June 8, 2004	78-207445 / January 27, 2003	United States
Overhill Farms, Inc.	Overhill Farms	2,710,390 April 29, 2003	78-025175 / April 14, 2000	United States
Overhill Farms, Inc.	Overhill Farms	1,228,615 February 22, 1983	73-280845 / October 7, 1980	United States

PATENTS

Patent Security Agreement dated as of December 16, 2011 and filed with the United States Patent and Trademark Office on December 19, 2011 at Reel 27407, Frame 0890.

1. REGISTERED PATENTS

Title	Patent No.	Issue Date
Filled bread product and a method for making the product	7,592,026	September 22, 2009
A method of making laminated pizza crust	6,126,977	October 3, 2000
Food Positioning Apparatus	5,630,498	May 20, 1997
Method & Apparatus for Transferring Objects Between Conveyors	5,277,294	January 11, 1994

2. PATENT APPLICATIONS

Title	Serial No.	Filing Date
Grab-an-go Food Products and Methods of Making Same Inventor: Catherine Proper	13/223,404	September 1, 2011
Frozen filled yeast-leavened bread product and a method for making the product	11/226,016	September 14, 2005

Patent Security Agreement dated as of August 1, 2013 and filed with the United States Patent and Trademark Office on August 2, 2013 at Reel 30949, Frame 0111.

1. REGISTERED PATENTS

Title	Patent No.	Issue Date
METAL FOIL FOOD PACKAGE FOR MICROWAVE COOKING	5230914	July 27, 1993

2. PATENT APPLICATIONS

Title	Serial No.	Filing Date
GRAB-AND-GO FOOD PRODUCTS AND METHODS OF MAKING SAME	13/728,046	December 27, 2012

COPYRIGHTS

Copyright Security Agreement dated as of December 16, 2011 and filed with the United States Copyright Office on December 19, 2011 in Volume 3611, Document 879.

Title of Work	Registration No.	Registration Date
Michelina's Authentic Recipes From My Family to Yours	TX4643092	October 10, 1997
Michelina's Authentic Recipes From My Family to Yours: Lean'n' Tasty Rigatoni & Pomodoro Sauce	TX4671094	November 10, 1997
Michelina's Authentic Recipes From My Family to Yours: Lean'n' Tasty Macaroni & Cheese	TX4671095	November 10, 1997
Michelina's Fettuccine Alfredo	TX4672057	November 10, 1997