

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM410731

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BW Gas & Convenience Holdings, LLC		12/28/2016	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	BMO Harris Bank N.A.		
Street Address:	111 West Monroe Street		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60603		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Serial Number:	86842764	YESWAY	
Serial Number:	87041583	YESWAY	
Serial Number:	87041585	YESWAY	
Serial Number:	87041594		
Serial Number:	87049518	SAY YES TO CONVENIENCE	
Serial Number:	87041571	YESPAY	
CORRESPONDENCE DATA			
Fax Number:	3126321780		
	<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:	312.715.5241		
Email:	tm-dept@quarles.com, nicole.murray@quarles.com, veronica.brooks@quarles.com		
Correspondent Name:	Nicole M. Murray at Quarles & Brady LLP		
Address Line 1:	300 North LaSalle Street		
Address Line 2:	Suite 4000		
Address Line 4:	Chicago, ILLINOIS 60654		
ATTORNEY DOCKET NUMBER:	630027.00551 bw gs to bmo		
NAME OF SUBMITTER:	Veronica Ford Brooks		

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SIGNATURE:	/vfb/
DATE SIGNED:	12/30/2016
Total Attachments: 4 source=Confirmatory Security Agreement - IP - BMO - BW Gas#page1.tif source=Confirmatory Security Agreement - IP - BMO - BW Gas#page2.tif source=Confirmatory Security Agreement - IP - BMO - BW Gas#page3.tif source=Confirmatory Security Agreement - IP - BMO - BW Gas#page4.tif	

**CONFIRMATORY ASSIGNMENT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

THIS CONFIRMATORY ASSIGNMENT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS (the "Confirmatory Assignment") is made effective as of December 28, 2016, by and from **BW GAS & CONVENIENCE HOLDINGS, LLC**, whose principal address is 138 Conant Street, Beverly, Massachusetts 01915 ("Assignor"), to and in favor of **BMO HARRIS BANK N.A.**, a national banking association, as Administrative Agent, whose principal address is 111 West Monroe Street, Chicago, Illinois 60603 ("Assignee").

WHEREAS, Assignor, certain of Assignor's affiliates, and Assignee entered into a Security Agreement of even date herewith (as amended from time to time, the "Security Agreement") pursuant to which Assignor has granted Assignee a security interest in all of Assignor's personal property and assets;

WHEREAS, Assignor is the owner of the trademarks and trademark applications (the "Trademarks"), all listed on Exhibit A attached hereto, which Trademarks are registered with the United States Patent and Trademark Office; and

WHEREAS, this Confirmatory Assignment has been granted in conjunction with the security interest granted to Assignee under the Security Agreement;

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is hereby agreed that:

- 1) Definitions. All capitalized terms not defined herein shall have the respective meaning given to them in the Security Agreement.
- 2) The Security Interest.
 - (a) This Confirmatory Assignment is made to secure the satisfactory performance and payment of all the Obligations of Assignor, pursuant to the Security Agreement. Upon the payment in full of all Obligations, Assignee shall, upon such satisfaction, execute, acknowledge, and deliver to Assignor an instrument in writing releasing the security interest in the Trademarks acquired under this Confirmatory Assignment.
 - (b) Assignor hereby assigns and grants to Assignee a security interest in (1) all of Assignor's right, title and interest in and to the Trademarks set forth on Exhibit A, now owned or from time to time after the date hereof owned or acquired by Assignor, together with (2) all proceeds and products of the Trademarks, and (3) all causes of action arising prior to or after the date hereof for infringement of any of the Trademarks, or unfair competition regarding the same.
 - (c) The rights and remedies of Assignee with respect to the security interest granted herein are without prejudice to and are in addition to those set forth in the Security Agreement, all terms and provisions of which are incorporated herein by

reference. In the event that any provisions of this Confirmatory Assignment are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

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Signature Page Follows

IN WITNESS WHEREOF, the Assignor has executed this Confirmatory Assignment effective as of the above-indicated date.

ASSIGNOR:

**BW GAS & CONVENIENCE HOLDINGS,
LLC**, a Delaware limited liability company

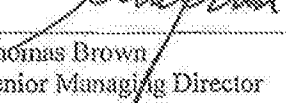


By: 
Name: Thomas Brown
Title: Senior Managing Director

EXHIBIT A
SCHEDULE OF TRADEMARKS

U.S. Trademark Applications

Grantor	Mark	Filing Date	Application No.
BW Gas & Convenience Holdings, LLC	Yesway	December 8, 2015 May 18, 2016	86842764 87041583
BW Gas & Convenience Holdings, LLC		May 18, 2016	87041585
BW Gas & Convenience Holdings, LLC		May 18, 2016	87041594
BW Gas & Convenience Holdings, LLC	"Say yes to convenience"	May 18, 2016	87049518
BW Gas & Convenience Holdings, LLC	Yespay	May 18, 2016	87041571