

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM411845

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
OCEAN BEAUTY SEAFOODS LLC		01/10/2017	Corporation: ALASKA
RECEIVING PARTY DATA			
Name:	BANK OF AMERICA, N.A., AS AGENT		
Street Address:	400 4th Street		
City:	Lake Oswego		
State/Country:	OREGON		
Postal Code:	97034		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 29			
Property Type	Number	Word Mark	
Registration Number:	1640652	MAN OF WAR	
Serial Number:	87056459	MAN OF WAR	
Registration Number:	1173481	MCGOVERN'S BEST	
Registration Number:	2333893	NEPTUNE	
Registration Number:	0551183	BAY BEAUTY	
Registration Number:	2581870	CIRCLE SEA	
Registration Number:	0541542	COMMANDER	
Registration Number:	0835187	DEEP SEA	
Registration Number:	3391291	DIPAC	
Registration Number:	2615196	ECHO FALLS	
Registration Number:	4349940	ECHO FALLS	
Registration Number:	1188828	ICY POINT	
Registration Number:	2187319	LASCCO BRAND SINCE 1921 FANCY ORIGINAL G	
Registration Number:	4704198	LASCCO SINCE 1921 KOSHER	
Registration Number:	2338201	OCEAN BEAUTY BRAND	
Registration Number:	2351637	OCEAN BEAUTY	
Registration Number:	2306299	OCEAN BEAUTY	
Registration Number:	3880316	OCEAN BEAUTY · SEAFOODS ·	
Registration Number:	4384338	OCEAN BEAUTY	
TRADEMARK			

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Property Type	Number	Word Mark
Registration Number:	1139698	PILLAR ROCK
Registration Number:	0568876	PINK BEAUTY
Registration Number:	0818355	PIRATE
Registration Number:	1116692	PORT CLYDE
Registration Number:	3106569	THREE STAR
Registration Number:	1826997	SEA CHOICE
Registration Number:	1659038	SEARCHLIGHT
Registration Number:	0551184	SOUND BEAUTY
Registration Number:	3109218	THREE STAR
Registration Number:	3151105	ICY POINT

CORRESPONDENCE DATA

Fax Number: 7037125050

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: 703-712-5352

Email: jmiller@mcguirewoods.com

Correspondent Name: Joyce Miller

Address Line 1: 1750 Tysons Blvd.

Address Line 2: Suite 1800

Address Line 4: Tysons, VIRGINIA 22102

NAME OF SUBMITTER: Joyce Miller

SIGNATURE: /Joyce Miller/

DATE SIGNED: 01/10/2017

Total Attachments: 8

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THIRD AMENDMENT TO TRADEMARK SECURITY AGREEMENT

This THIRD AMENDMENT TO TRADEMARK SECURITY AGREEMENT (this “**Amendment**”) dated as of January 10, 2017 is delivered pursuant to that certain Trademark Security Agreement dated as of July 2, 2007 (as amended, amended and restated, supplemented or otherwise modified from time to time, the “**Trademark Agreement**”), among OCEAN BEAUTY SEAFOODS LLC (“**Debtor**”), and BANK OF AMERICA, N.A., as agent for the Secured Parties (“**Agent**”), recorded on August 14, 2007 as Reel/Frame 003600/0521 with the U.S. Trademark Office. Capitalized terms not herein defined shall have the meanings ascribed to them in the Loan Agreement (as defined below).

R E C I T A L S:

WHEREAS, Debtor is indebted to Agent and the Secured Parties pursuant to that certain Second Amended and Restated Loan and Security Agreement dated as of May 15, 2014 (as amended, restated, or otherwise modified from time to time, the “**Loan Agreement**”); and

WHEREAS, Debtor has provided Agent with notice that Debtor has obtained additional Trademarks;

NOW, THEREFORE, for valuable consideration hereby acknowledged, the parties agree as follows:

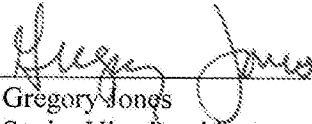
Schedule I of the Trademark Agreement is hereby, as the date hereof, amended and restated in its entirety as set forth on the schedules attached hereto; provided, that, no such amendment or restatement shall release or be deemed to release any security interest in any present or future Trademark granted to Agent and the Secured Parties as collateral pursuant to the Trademark Agreement.

[Signature Page to Follow]

IN WITNESS WHEREOF, the undersigned has duly executed this Amendment as of the date first written above.

AGENT:

BANK OF AMERICA, N.A., as Agent

By: 
Name: Gregory Jones
Title: Senior Vice President

AGREED TO AND ACKNOWLEDGED BY:

DEBTOR:

OCEAN BEAUTY SEAFOODS LLC

By: _____
Name: Tony Ross
Title: Chief Financial Officer

IN WITNESS WHEREOF, the undersigned has duly executed this Amendment as of the date first written above.

AGENT:

BANK OF AMERICA, N.A., as Agent

By: _____
Name: Gregory Jones
Title: Senior Vice President

AGREED TO AND ACKNOWLEDGED BY:

DEBTOR:

OCEAN BEAUTY SEAFOODS LLC

By: _____
Name: Tony Ross
Title: Chief Financial Officer

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TRADEMARK
REEL: 005962 FRAME: 0571

SCHEDULE I
to
TRADEMARK SECURITY AGREEMENT

(see attached)

Mark	Status	App. Serial Number	Reg. Number	Date Reg.	Country or State	Class
LASCCO SINCE 1921 KOSHER (in design – no color claim)	Registered	1173424	1173424	4/15/2013	Madrid Protocol-Protection granted in Australia, China, Singapore and European Community	29
MAN OF WAR (typed drawing)	Registered	74/066,133	1,640,652	4/9/1991	US	29
MAN OF WAR (word)	Pending	87/056,459	N/A	N/A	US	29
MCGOVERN'S BEST (design plus words, letters, and/or numbers)	Registered	73/278,504	1,173,481	10/13/1981	US	29
NEPTUNE (word)	Registered	75/978,746	2,333,893	3/21/2000	US	29
OCEAN BEAUTY (standard characters)	Registered	443,514	674,211	9/29/2000	Mexico	29 & 30

Mark	Status	App. Serial Number	Reg. Number	Date Reg.	Country or State	Class
BAY BEAUTY (words, letters, and/or numbers in stylized form)	Registered	71/552,822	551,183	11/27/1951	US	29
CIRCLE SEA (typed drawing)	Registered	76/272,798	2,581,870	6/18/2002	US	29
COMMANDER (typed drawing)	Registered	71/594,945	541,542	4/24/1951	US	29
DEEP SEA (typed drawing)	Registered	72/243,203	835,187	9/12/1967	US	29
DIPAC (with Fish/Circle Design)	Registered	M200722425	107961	6/10/2009	Ukraine	29
DIPAC (design plus words, letters, and/or numbers)	Registered	77/208,783	3,391,291	3/4/2008	US	29
ECHO FALLS (typed drawing)	Registered	76/337,588	2,615,196	9/3/2002	US	29
ECHO FALLS (word)	Registered	85/755,783	4,349,940	6/11/2013	US	29
ICY POINT (typed drawing)	Registered	73/254,691	1,188,828	2/2/1982	US	29
ICY POINT (standard characters)	Registered	78/777,287	3,151,105	10/3/2006	US	29
LASCCO BRAND SINCE 1921 FANCY ORIGINAL GRADE LOS ANGELES SMOKING & CURING CO (design plus words, letters, and/or	Registered	75/258,171	2,187,319	9/8/1998	US	30
LASCCO	Registered	443,511	834,542	5/31/2004	Mexico	29 & 30
LASCCO SINCE 1921 KOSHER (in design – no color claim)	Registered	85/755,756	4,704,198	3/17/2015	US	29

Mark	Status	App. Serial Number	Reg. Number	Date Reg.	Country or State	Class
OCEAN BEAUTY BRAND (design plus words, letters, and/or numbers)	Registered	75/663,481	2,338,201	4/4/2000	US	29
OCEAN BEAUTY (typed drawing)	Registered	75/663,480	2,351,637	5/23/2000	US	40 & 42
OCEAN BEAUTY (typed drawing)	Registered	75/663,497	2,306,299	1/4/2000	US	29
OCEAN BEAUTY (w/ Mermaid)	Registered	2,255,859	2,255,859	9/14/2001	United Kingdom	29
OCEAN BEAUTY SEAFOODS (stylized and/or with design)	Registered	77/405,391	3,880,316	11/23/2010	US	35 & 40
OCEAN BEAUTY (stylized and/or with design – no color)	Registered	85/173,569	4,384,338	8/13/2013	US	29
OCEAN BONITA (word)	Registered	443515	674,212	9/29/2000	Mexico	29 & 30
PILLAR ROCK (typed drawing)	Registered	73/189,790	1,139,698	9/16/1980	US	29
PINK BEAUTY (typed drawing)	Registered	71/625,686	568,876	1/6/1953	US	29
PIRATE (typed drawing)	Registered	72/213,173	818,355	11/8/1966	US	30
PIRATE (typed drawing)	Protected	72/213,173	818,355	11/8/1966	Puerto Rico	30
PORT CLYDE (typed drawing)	Registered	73/169,374	1,116,692	4/17/1979	US	29
THREE STAR (design plus words, letters, and/or numbers)	Registered	78/659,871	3,106,569	6/20/2006	US	29

Mark	Status	App. Serial Number	Reg. Number	Date Reg.	Country or State	Class
SEA CHOICE (typed drawing)	Registered	74/051,922	1,826,997	3/15/1994	US	29
SEARCHLIGHT (typed drawing)	Registered	74/103,553	1,659,038	10/1/1991	US	29
SOUND BEAUTY (words, letters, and/or numbers in stylized form)	Registered	71/552,824	551,184	11/27/1951	US	29
THREE STAR (design plus words, letters, and/or numbers)	Registered	78/660,873	3,109,218	6/27/2006	US	29
THREE STAR	Registered	443,513	674,210	9/29/2000	Mexico	29 & 30

Schedule I

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RECORDED: 01/11/2017

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