

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM417780

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Release and Reassignment		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
THE PRIVATEBANK AND TRUST COMPANY		01/27/2017	STATE CHARTERED BANK: ILLINOIS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	GARRETT BRANDS LLC		
<b>Street Address:</b>	401 N. MICHIGAN AVENUE		
<b>Internal Address:</b>	SUITE 1700		
<b>City:</b>	CHICAGO		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60611		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 12</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	1954774	CAMEL CRISP	
<b>Registration Number:</b>	3870435	EVERY KERNEL COUNTS	
<b>Registration Number:</b>	3570713	GARRETT MIX	
<b>Registration Number:</b>	2033329	GARRETT POPCORN SHOPS	
<b>Registration Number:</b>	2000754	GARRETT POPCORN SHOPS	
<b>Registration Number:</b>	3106045	GARRETT POPCORN SHOPS A CHICAGO TRADITIO	
<b>Registration Number:</b>	3891282	LOVE IS MESSY	
<b>Registration Number:</b>	3957874	LOVE IS MESSY	
<b>Registration Number:</b>	3870617	THE CAMEL POPCORN YOU LOVE. THE MILK C	
<b>Registration Number:</b>	3369434		
<b>Registration Number:</b>	3373094		
<b>Serial Number:</b>	85286122	KERNELS FOR KIDS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3128278185		
<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>			
<b>Phone:</b>	312-807-4350		
<b>Email:</b>	chicago.trademarks@klgates.com, valerie.swanson@klgates.com,		
<b>TRADEMARK</b>			

CH \$315.00 1954774

**Correspondent Name:** sana.hakim@klgates.com  
**Address Line 1:** Sana Hakim c/o K&L Gates LLP  
**Address Line 4:** P.O. Box 1135  
Chicago, ILLINOIS 60690-1135

**ATTORNEY DOCKET NUMBER:** 3724439-0008

**NAME OF SUBMITTER:** Sana Hakim

**SIGNATURE:** /sh/

**DATE SIGNED:** 02/28/2017

**Total Attachments: 5**

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RELEASE AND REASSIGNMENT

THIS RELEASE AND REASSIGNMENT is made this 27<sup>th</sup> day of January, 2017 by The PrivateBank and Trust Company ("PrivateBank").

WITNESSETH:

WHEREAS, PrivateBank and Garrett Popcorn Holding Company, LLC, Hubbard 2005 LLC<sup>1</sup>, CC Elston LLC, 87<sup>th</sup> & Garrett LLC (collectively, the "Borrowers") and certain Other Loan Parties thereto, including Garrett Brands LLC, a Delaware limited liability company ("Garrett Brands"), are parties to a certain Loan and Security Agreement dated as of April 26, 2012 as it may be amended and restated or otherwise modified from time to time (the "Loan Agreement") pursuant to which PrivateBank made certain loans and other financial accommodations (the "Loans") to Borrowers. As partial security for Borrowers' Obligations, as that term is defined in the Loan Agreement, Garrett Brands has executed a certain Trademark Security Agreement (the "Trademark Security Agreement") dated as of April 26, 2012, pursuant to which Garrett Brands granted a security interest in and to the Trademarks, as defined below; and

WHEREAS, the Trademark Security Agreement was recorded in the United States Patent and Trademark Office on May 3, 2012 at Trademark Reel 4772, Frame 0511; and

WHEREAS, the Obligations of Borrowers have been partially satisfied and, therefore, Garrett Brands has requested that PrivateBank release its security interest in the Trademarks and reassign the same to Garrett Brands.

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

1. PrivateBank hereby releases its security interest in all of Garrett Brands:

(a) entire right, title and interest in and to all of its now owned or existing and hereafter acquired or arising trademarks, trade names, corporate names, company names, business names, fictitious business names, trade styles, service marks, logos, other business identifiers, prints and labels on which any of the foregoing have appeared or appear, all registrations and recordings thereof, and all applications (other than "intent to use" applications until a verified statement of use is filed with respect to such applications) in connection therewith, including, without limitation, the trademarks and applications listed on Schedule A and Schedule B attached hereto and made a part hereof and the trademarks, and renewals thereof, and all income, royalties, damages and payments now or hereafter due and/or payable under or with respect to any of the foregoing, including, without limitation, damages and payments for past, present and future infringements of any of the foregoing and the right to sue for past, present and

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<sup>1</sup> Hubbard 2005 LLC, an Illinois limited liability company ("Hubbard 2005"), was one of the Loan Parties to the Loan Agreement. Mortgage Loan I, the loan to Hubbard 2005, has been paid in full and Hubbard 2005 shall promptly be dissolved after its 2016 tax returns are finalized and filed.

future infringements of any of the foregoing (all of the foregoing are sometimes hereinafter individually and/or collectively referred to as the "Trademarks");

(b) All rights corresponding to any of the foregoing throughout the world and the goodwill of Garrett Brands' business connected with and symbolized by the Trademarks.

2. PrivateBank hereby reassigns, grants and conveys to Garrett Brands, without any representation, recourse or undertaking by PrivateBank, all of PrivateBank's rights, title and interest, in and to the Trademarks.

**IN WITNESS WHEREOF**, PrivateBank has caused this Release and Reassignment to be duly executed by its duly authorized officer as of the day and year first above written.

THE PRIVATEBANK AND TRUST COMPANY

By:   
Name: Matthew S. Massa  
Title: Managing Director

ACKNOWLEDGMENT

STATE OF ILLINOIS     )  
                              *will*     ) SS  
COUNTY OF COOK     )

On this 27<sup>th</sup> day of January, 2017 before me personally appeared MATTHEW S. MASSA, to me known to be the individual who executed the foregoing instrument and acknowledged to me that he executed the same as the duly authorized officer above designated of THE PRIVATEBANK AND TRUST COMPANY.



*Dawn C. Bale*

Notary Public

My commission expires 9-5-2020

SCHEDULE A

U.S. TRADEMARK REGISTRATIONS

<u>Trademark Description</u>	<u>U.S. Serial/Registration No.</u>	<u>Date Registered</u>
CAMELCRISP	1954774	02/06/1996
EVERY KERNEL COUNTS	3870435	11/02/2010
Garrett Mix	3570713	02/03/2009
Garrett Popcorn Shops	2033329	01/28/1997
Garrett Popcorn Shops	2000754	09/17/1996
Garrett Popcorn Shops A Chicago Tradition Since 1949	3106045	06/20/2006
Garrett Popcorn Shops A Tradition Since 1949	3443010	06/03/2008
I [Popcorn] NY and Design	3496532	09/02/2008
LOVE IS MESSY	3891282	12/14/2010
LOVE IS MESSY	3957874	05/10/2011
THE CARAMEL POPCORN YOU LOVE. THE MILK CHOCOLATE YOU CRAVE.	3870617	11/02/2010
Tin can design (BW)	3369434	01/15/2008
Tin can design (colored)	3373094	01/22/2008

TRADEMARK APPLICATIONS

<u>Trademark Description</u>	<u>Application</u>	<u>U.S. Application No.</u>	<u>Date Applied</u>
Kernels For Kids		85286122	04/05/2011
Snack Locally		85133183	09/20/2010

SCHEDULE B

NON-U.S. TRADEMARKS REGISTRATIONS

<u>Country</u>	<u>Trademark Description</u>	<u>Registration Number</u>	<u>Date Registered</u>
Singapore	GARRETT POPCORN SHOPS	T10/03216C	03/18/2010
Singapore	GARRETT POPCORN SHOPS	T10/3215E	03/18/2010
Malaysia	GARRETT POPCORN SHOPS	2010004769	03/19/2010
Malaysia	GARRETT POPCORN SHOPS	2010004773	03/19/2010
Malaysia	GARRETT POPCORN SHOPS	2010004768	03/19/2010
Malaysia	GARRETT POPCORN SHOPS	2010004772	03/19/2010
Hong Kong	CHICAGO MIX	301736145	10/14/2010
Hong Kong	GARRETT POPCORN SHOPS	301736127	10/14/2010
Australia	CHICAGO MIX	1390332	10/25/2010
Australia	GARRETT POPCORN SHOPS	1390334	10/25/2010
Japan	GARRETT	5433389	08/19/2011
Japan	CHICAGO MIX	5454887	12/02/2011
Macao	CHICAGO MIX	N/053727	05/11/2011
Macao	GARRETT POPCORN SHOPS	N/053729	05/11/2011
Macao	GARRETT POPCORN SHOPS	N/053728	05/11/2011