

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM420017

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
BERNER FOOD & BEVERAGE, LLC		03/16/2017	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	BSP AGENCY, LLC, AS ADMINISTRATIVE AGENT		
<b>Street Address:</b>	50 KENNEDY PLAZA		
<b>Internal Address:</b>	9TH FLOOR		
<b>City:</b>	PROVIDENCE		
<b>State/Country:</b>	RHODE ISLAND		
<b>Postal Code:</b>	02903		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3804342	B	
<b>Registration Number:</b>	3797155	B BERNER FOOD & BEVERAGE	
<b>Registration Number:</b>	2790069	SNACKIN CHEESE	
<b>Registration Number:</b>	2563336	PARTY CHEESE	
<b>Registration Number:</b>	2334921	PARTY CHEESE PASTEURIZED PROCESS CHEESE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	9192868199		
<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>	919 286-8000		
<b>Email:</b>	PTO_TMconfirmation@mvalaw.com		
<b>Correspondent Name:</b>	MOORE & VAN ALLEN PLLC		
<b>Address Line 1:</b>	3015 CARRINGTON MILL BOULEVARD		
<b>Address Line 2:</b>	SUITE 400		
<b>Address Line 4:</b>	MORRISVILLE, NORTH CAROLINA 27560		
<b>ATTORNEY DOCKET NUMBER:</b>	036889.152		
<b>NAME OF SUBMITTER:</b>	John E. Slaughter		
<b>SIGNATURE:</b>	/John E. Slaughter/		

OP \$140.00 3804342

<b>DATE SIGNED:</b>	03/17/2017
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**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 of March 16, 2017 (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 BSP Agency, LLC, 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, any and all right, title and interest of such Obligor in and to trademarks and trademark applications set forth on Schedule 1 hereto to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations.

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.

[SIGNATURE PAGES FOLLOW]

Very truly yours,

Berner Food & Beverage, LLC,  
a Delaware limited liability company

By:   
Name: Kurt D. Seagrist  
Title: Chief Executive Officer

Berner Food & Beverage, LLC  
2034 East Factory Road  
Dakota, IL 61018  
Attention:  
Email:

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

**TRADEMARK**  
**REEL: 006012 FRAME: 0881**

Acknowledged and Accepted:

BSP AGENCY, LLC, as Administrative Agent

By: 

Name: Bryan Martoken

Title: Chief Financial Officer

BSP Agency, LLC

50 Kennedy Plaza, 9<sup>th</sup> Floor

Providence, RI 02903

Attn: Serge Kozmin

Email: [s.kozmin@proxequity.com](mailto:s.kozmin@proxequity.com)

Phone: 401-277-5557

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

**TRADEMARK**  
**REEL: 006012 FRAME: 0882**

**Schedule 1**

**Berner Food & Beverage, LLC  
(Delaware Limited Liability Company)**

**U.S. Trademarks**

**Trademark Registrations**

<b>Mark</b>	<b>Reg. No.</b>	<b>Reg. Date</b>
B (Stylized)	3804342	06/15/10
B BERNER FOOD & BEVERAGE (Stylized)	3797155	06/01/10
SNACKIN CHEESE (Stylized)	2790069	12/09/03
PARTY CHEESE	2563336	04/23/02
PARTY CHEESE PASTEURIZED PROCESS CHEESE SAUCE MADE WITH REAL CHEESE and Design	2334921	03/28/00