

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM423110

| | | | |
|---|--|-----------------------|-------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Notice of Grant of Security Interest in Trademarks | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Clif Bar & Company | | 04/07/2017 | Corporation: CALIFORNIA |
| RECEIVING PARTY DATA | | | |
| Name: | Bank of America, N.A., as Administrative Agent | | |
| Street Address: | 101 North Tryon Street, c/o MAC Legal | | |
| Internal Address: | MC: NC1-001-05-45 | | |
| City: | Charlotte | | |
| State/Country: | NORTH CAROLINA | | |
| Postal Code: | 28255 | | |
| Entity Type: | national banking association: UNITED STATES | | |
| PROPERTY NUMBERS Total: 4 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 5114439 | ORGANIC FOR GOOD | |
| Registration Number: | 5005186 | FEED YOUR ADVENTURE | |
| Serial Number: | 87247055 | LUNA VIA 5 | |
| Serial Number: | 87392584 | LUNA RICA | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 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> | | | |
| Phone: | 919 286-8000 | | |
| Email: | PTO_TMconfirmation@mvalaw.com | | |
| Correspondent Name: | MOORE & VAN ALLEN PLLC | | |
| Address Line 1: | 3015 CARRINGTON MILL BOULEVARD | | |
| Address Line 2: | SUITE 400 | | |
| Address Line 4: | MORRISVILLE, NORTH CAROLINA 27560 | | |
| ATTORNEY DOCKET NUMBER: | 017625.4759 | | |
| NAME OF SUBMITTER: | John Slaughter | | |
| SIGNATURE: | /john slaughter/ | | |
| DATE SIGNED: | 04/10/2017 | | |

OP \$115.00 5114439

Total Attachments: 4

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

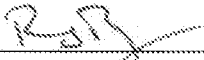
Ladies and Gentlemen:

Please be advised that pursuant to the Amended and Restated Security and Pledge Agreement dated as of April 7, 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 Bank of America, N.A., 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, the 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.

Very truly yours,

CLIF BAR & COMPANY,
a California corporation

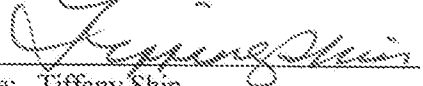
By: 
Name: RICHARD BORAGNO
Title: CHIEF FINANCIAL OFFICER

TRADEMARK NOTICE
CLIF BAR & COMPANY

TRADEMARK
REEL: 006031 FRAME: 0004

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: 

Name: Tiffany Shin

Title: Vice President

TRADEMARK NOTICE
CLJF BAR & COMPANY

TRADEMARK
REEL: 006031 FRAME: 0005

Schedule 1

**Clif Bar & Company
(California Corporation)**

U.S. Trademarks

Trademark Registrations

| Mark | Reg. No. | Reg. Date |
|---------------------|-----------------|------------------|
| ORGANIC FOR GOOD | 5114439 | 01/03/17 |
| FEED YOUR ADVENTURE | 5005186 | 07/19/16 |

Trademark Applications

| Mark | Appl. No. | Filing Date |
|-------------|------------------|--------------------|
| LUNA VIA 5 | 87247055 | 11/23/16 |
| LUNA RICA | 87392584 | 03/30/17 |