

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM425935

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	TERMINATION OF SECURITY INTEREST IN TRADEMARKS

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
TCW Asset Management Company LLC (f/k/a TCW Asset Management Company), as collateral agent		05/01/2017	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	Sunny Delight Beverages Co.
Street Address:	10300 Alliance Road
Internal Address:	Suite 500
City:	Cincinnati
State/Country:	OHIO
Postal Code:	45242
Entity Type:	Corporation: FLORIDA
Name:	Veryfine Products, Inc.
Street Address:	10300 Alliance Road
Internal Address:	Suite 500
City:	Cincinnati
State/Country:	OHIO
Postal Code:	45242
Entity Type:	Corporation: MASSACHUSETTS

PROPERTY NUMBERS Total: 39

Property Type	Number	Word Mark
Serial Number:	86384247	BE THE BUBBLE
Registration Number:	2127913	
Registration Number:	4519479	
Registration Number:	4519478	
Registration Number:	4519477	
Serial Number:	86165822	CITRUS HILL
Registration Number:	4209821	DRINK UP & DOWNLOAD
Registration Number:	4209818	DRINK UP & DOWNLOAD
Registration Number:	3791553	FRESH PICKED WATER

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Property Type	Number	Word Mark
Registration Number:	2419817	FRUIT2O
Registration Number:	4533586	FRUIT2O
Registration Number:	3782371	FRUIT2O
Serial Number:	86825216	FRUIT2O BERRY TWISTS
Registration Number:	3788305	FRUIT2O ESSENTIALS
Registration Number:	3893972	FRUIT2O ESSENTIALS
Serial Number:	86825214	FRUIT2O ISLAND TWISTS
Serial Number:	86825213	FRUIT2O LIME TWISTS
Registration Number:	4752695	FRUIT2O NO CALORIES
Registration Number:	4752696	FRUIT2O NO CALORIES
Serial Number:	86552737	FRUITSIMPLE
Registration Number:	4206744	MAKE TODAY A SUNNY DAY
Registration Number:	1000420	
Registration Number:	1352268	
Registration Number:	1434149	
Registration Number:	4007190	SMALL CHANGES > LIFELONG RESULTS
Registration Number:	1734136	SUNNY D
Registration Number:	1916700	SUNNY DELIGHT
Registration Number:	3424079	SUNNY DELIGHT BEVERAGES CO.
Registration Number:	1000419	
Registration Number:	3872803	SUNNYD
Registration Number:	4876022	SUNNYD BURST
Registration Number:	4812248	SUNNYD CHILLERS
Registration Number:	4812254	SUNNYD X
Registration Number:	3893498	THE WONDERS OF FRUIT. THE REFRESHMENT OF
Registration Number:	3808141	THE WONDERS OF FRUIT. THE REFRESHMENT OF
Registration Number:	4164518	VERYFINE
Registration Number:	4778266	VERYFINE
Registration Number:	2152253	VERYFINE
Registration Number:	1654456	VERYFINE

CORRESPONDENCE DATA

Fax Number: 2125935955

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: 212-756-2132

Email: scott.kareff@srz.com

Correspondent Name: S. Kareff c/o Schulte Roth & Zabel LLP

Address Line 1: 919 Third Avenue

Address Line 2: 19th Floor

TRADEMARK

REEL: 006047 FRAME: 0260

Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER: 059182-0045

NAME OF SUBMITTER: Scott Kareff (059182-0045)

SIGNATURE: /kc for sk/

DATE SIGNED: 05/02/2017

Total Attachments: 9

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TERMINATION OF SECURITY INTEREST IN TRADEMARKS

May 1, 2017

WHEREAS, each of SUNNY DELIGHT BEVERAGES CO., a Florida corporation, and VERYFINE PRODUCTS, INC., a Massachusetts corporation, each having an office at 10300 Alliance Road, Suite 500, Cincinnati, OH 45242 (collectively, the “Grantors”) has granted to TCW ASSET MANAGEMENT COMPANY LLC, a Delaware limited liability company (f/k/a TCW ASSET MANAGEMENT COMPANY, a California corporation), having an office at The John Hancock Tower, 200 Clarendon Street, 51st Floor, Boston, MA 02116 (as Agent for itself and certain lenders, in such capacity, together with its successors and assigns the “Grantee”), a continuing security interest (the “Security Interest”) in (i) all of the Grantors’ right, title and interest in, to and under the trademarks, trademark registrations and trademark applications set forth on Exhibit A attached hereto (the “Marks”), (ii) all proceeds and products of the Marks, (iii) the goodwill of the business with which the Marks are associated, and (iv) all causes of action and damages arising prior to or after the date of the Agreement (as defined below) for infringement of any of the Marks or unfair competition regarding the same (the foregoing, collectively, the “Collateral”), pursuant to, among other things, that certain Assignment for Security -- Trademarks, dated as of February 2, 2016 (as amended, amended and restated, supplemented or otherwise modified and in effect from time to time, the “Agreement”), which was recorded at the United States Patent and Trademark Office on February 5, 2016 on Reel 5725, Frame 0381 and at the Canadian Intellectual Property Office on April 20, 2016; and

WHEREAS, the Grantee has agreed to terminate the Security Interest.


NOW, THEREFORE, the Grantee hereby agrees as follows:

1. All capitalized terms used herein but not otherwise defined shall have the meanings ascribed to them in the Agreement.
2. The Grantee hereby releases, discharges, waives and relinquishes all its rights, powers, privileges and remedies with respect to the Agreement and the Security Interest, and reassigns to the Grantors any and all interest in the Collateral, including, without limitation, the Marks set forth on Exhibit A attached hereto, and the goodwill of the business with which the Marks are associated. The Grantee agrees that, upon request of the Grantors or any successor-in-interest or assignee thereof, and at the Grantors’ sole cost and expense, the Grantee will execute any document, cause to be made any filing or take any other action deemed reasonably necessary or advisable by the Grantors, or any successor-in-interest or assignee thereof, to effectuate the release of interests contemplated herein.

[Signature page follows]

IN WITNESS WHEREOF, the Grantee, by signature below of its duly authorized representative, agrees to be bound by the provisions of this Termination of Security Interest in Trademarks as of the date above first written.

TCW ASSET MANAGEMENT COMPANY LLC
(F/K/A TCW ASSET MANAGEMENT COMPANY)

By: 
Name: Suzanne Grosso
Title: Managing Director

[Signature Page to Termination of Security Interest in Trademarks]

TRADEMARK
REEL: 006047 FRAME: 0263

Exhibit A

Country	Trademark	Status	Application Number	Application Date	Registration Number	Registration Date	Owner
Canada	BE THE BUBBLE	Published	1714612	10-Feb-15			Veryfine Products, Inc.
Canada	CITRUS HILL	Registered	486011	26-Apr-82	TMA291728	08-Jun-84	Sunny Delight Beverages Co.
Canada	CITRUS HILL & Design	Registered	557688	20-Feb-86	TMA325385	27-Mar-87	Sunny Delight Beverages Co.
Canada	CITRUS HILL SELECT	Registered	551885	01-Nov-85	TMA347313	04-Nov-88	Sunny Delight Beverages Co.
Canada	FRUIT2O	Registered	1498766	06-Oct-10	TMA918365	27-Oct-15	Veryfine Products, Inc.
Canada	FRUIT2O & Design (Fruit Drinks)	Pending	1710212	09-Jan-15			Veryfine Products, Inc.
Canada	FRUIT2O & Design (Tea)	Published	1720906	25-Mar-15			Veryfine Products, Inc.
Canada	FRUIT2O (Design)	Registered	1549863	28-Oct-11	TMA902968	06-May-15	Veryfine Products, Inc.
Canada	LIME TWISTS	Pending	1712139	23-Jan-15			Veryfine Products, Inc.
Canada	REACH FOR THE SUN	Registered	618389	02-Nov-88	TMA367033	23-Mar-90	Sunny Delight Beverages Co.

Country	Trademark	Status	Application Number	Application Date	Registration Number	Registration Date	Owner
Canada	SUNNY D	Registered	855798	11-Sep-97	TMA517603	05-Oct-99	Sunny Delight Beverages Co.
Canada	SUNNY DELIGHT	Registered	445548	16-Oct-79	TMA257436	03-Apr-81	Sunny Delight Beverages Co.
Canada	SUNNY DELIGHT & DESIGN	Registered	840601	27-Mar-97	TMA507109	26-Jan-99	Sunny Delight Beverages Co.
Canada	SUNNY DELIGHT (& DEVICE 83)	Registered	530658	02-Nov-84	TMA307526	18-Oct-85	Sunny Delight Beverages Co.
Canada	SUNNY DELIGHT (& DEVICE)	Registered	846463	29-May-97	TMA519603	19-Nov-99	Sunny Delight Beverages Co.
Canada	SUNNY DELIGHT (DEVICE 97)	Registered	1040444	20-Dec-99	TMA555376	13-Dec-01	Sunny Delight Beverages Co.
Canada	SUNNY DELIGHT LOGO	Registered	1258627	24-May-05	TMA826679	20-Jun-12	Sunny Delight Beverages Co.
Canada	SUNNYD	Registered	1475632	06-Apr-10	TMA823811	10-May-12	Sunny Delight Beverages Co.
Canada	SUNNYD & Design	Registered	1670790	01-Apr-14	TMA917892	22-Oct-15	Sunny Delight Beverages Co.

Country	Trademark	Status	Application Number	Application Date	Registration Number	Registration Date	Owner
Canada	SUNNYD BURST	Pending	1742100	17-Aug-15			Sunny Delight Beverages Co.
Canada	SUNNYD CHILLERS	Pending	1740755	07-Aug-15			Sunny Delight Beverages Co.
Canada	SUNNYD X	Pending	1740753	07-Aug-15			Sunny Delight Beverages Co.
Canada	UNLEASH THE POWER OF THE SUN (SUNNY DELIGHT 00)	Registered	1072337	24-Aug-00	TMA588103	26-Aug-03	Sunny Delight Beverages Co.
Canada	VERYFINE (STYLIZED)	Registered	503401	12-May-83	TMA349206	16-Dec-88	Veryfine Products Company
U.S.	BE THE BUBBLE	Allowed	86384247	September 3, 2014			Veryfine Products, Inc.
U.S.	BOTTLE DESIGN	Registered	75/228209	21-Jan-97	2127913	06-Jan-98	Veryfine Products, Inc.
U.S.	BOTTLE DESIGN (Bottom)	Registered	86/002193	3-Jul-13	4519479	22-Apr-14	Sunny Delight Beverages Co.
U.S.	BOTTLE DESIGN (Middle)	Registered	86/002087	3-Jul-13	4519478	22-Apr-14	Sunny Delight Beverages Co.
U.S.	BOTTLE DESIGN (Top)	Registered	86/002072	3-Jul-13	4519477	22-Apr-14	Sunny Delight Beverages Co.

Country	Trademark	Status	Application Number	Application Date	Registration Number	Registration Date	Owner
U.S.	CITRUS HILL	Allowed	86/165822	15-Jan-14			Sunny Delight Beverages Co.
U.S.	DRINK UP & DOWNLOAD	Registered	85/544578	16-Feb-12	4209821	18/Sep-12	Sunny Delight Beverages Co.
U.S.	DRINK UP & DOWNLOAD	Registered	85/544568	16-Feb-12	4209818	18-Sep-12	Sunny Delight Beverages Co.
U.S.	FRESH PICKED WATER	Registered	78/474898	27-Aug-04	3791553	18-May-10	Veryfine Products, Inc.
U.S.	FRUIT20	Registered	75/592715	20-Nov-98	2419817	09-Jan-01	Veryfine Products, Inc.
U.S.	FRUIT20	Registered	86/088887	10-Oct-13	4533586	20-May-14	Veryfine Products, Inc.
U.S.	FRUIT20	Registered	77/657932	27-Jan-09	3782371	27-Apr-10	Veryfine Products, Inc.
U.S.	FRUIT20 BERRY TWISTS	Pending	86/825216	18-Nov-2015			Veryfine Products, Inc.
U.S.	FRUIT20 ESSENTIALS	Registered	77/657938	27-Jan-09	3788305	11-May-10	Veryfine Products, Inc.
U.S.	FRUIT20 ESSENTIALS	Registered	85/043450	20-May-10	3893972	21-Dec-10	Veryfine Products, Inc.
U.S.	FRUIT20 ISLAND TWISTS	Pending	86/825214	18-Nov-2015			Veryfine Products, Inc.

Country	Trademark	Status	Application Number	Application Date	Registration Number	Registration Date	Owner
U.S.	FRUIT2O LIME TWISTS	Pending	86/825213	18-Nov-2015			Veryfine Products, Inc.
U.S.	FRUIT2O NO CALORIES and Design	Registered	86131264	27-Nov-13	4752695	9-Jun-15	Veryfine Products, Inc.
U.S.	FRUIT2O NO CALORIES and Design	Registered	86131312	27-Nov-13	4752696	9-Jun-15	Veryfine Products, Inc.
U.S.	FRUITSIMPLE	Pending	86552737	4-Mar-15			Sunny Delight Beverages Co.
U.S.	MAKE TODAY A SUNNY DAY	Registered	85/197520	14-Dec-10	4206744	11-Sep-12	Sunny Delight Beverages Co.
U.S.	MISCELLANEOUS BOTTLE DESIGN (SUNNY DELIGHT BOTTLE SHAPE)	Registered	72/432409	10-Aug-72	1000420	24-Dec-74	Sunny Delight Beverages Co.
U.S.	MISCELLANEOUS DESIGN (SUNNY DELIGHT 3D Bottle Device with Handle)	Registered	73/444731	21-Sep-83	1352268	30-Jul-85	Sunny Delight Beverages Co.
U.S.	MISCELLANEOUS DESIGN (SUNNY DELIGHT 64 oz. Bottle)	Registered	73/448208	17-Oct-83	1434149	24-Mar-87	Sunny Delight Beverages Co.
U.S.	SMALL CHANGES > LIFELONG RESULTS	Registered	85028915	3-May-10	4007190	2-Aug-11	Veryfine Products, Inc.
U.S.	SUNNY D	Registered	74/132521	22-Jan-91	1734136	17-Nov-92	Sunny Delight Beverages Co.

Country	Trademark	Status	Application Number	Application Date	Registration Number	Registration Date	Owner
U.S.	SUNNY DELIGHT	Registered	74/537919	15-Jun-94	1916700	05-Sep-95	Sunny Delight Beverages Co.
U.S.	SUNNY DELIGHT BEVERAGES CO. (STYLIZED AND/OR WITH DESIGN)	Registered	78/518750	17-Nov-04	3424079	06-May-08	Sunny Delight Beverages Co.
U.S.	SUNNY DELIGHT BOTTLE SHAPE	Registered	72/432408	10-Aug-72	1000419	24-Dec-74	Sunny Delight Beverages Co.
U.S.	SUNNYD	Registered	77967420	24-Mar-10	3872803	9-Nov-10	Sunny Delight Beverages Co.
U.S.	SUNNYD BURST	Registered	86/581626	30-Mar-15	4876022	22-Dec-15	Sunny Delight Beverages Co.
U.S.	SUNNYD CHILLERS	Registered	86530331	10-Feb-15	4812248	15-Sep-15	Sunny Delight Beverages Co.
U.S.	SUNNYD X	Registered	86/530374	10-Feb-15	4812254	15-Sep-15	Sunny Delight Beverages Co.
U.S.	THE WONDERS OF FRUIT. THE REFRESHMENT OF WATER	Registered	85/029323	4-May-10	3893498	21-Dec-10	Veryfine Products, Inc.
U.S.	THE WONDERS OF FRUIT. THE REFRESHMENT OF WATER	Registered	77/705759	2-Apr-09	3808141	22-Jun-10	Veryfine Products, Inc.

Country	Trademark	Status	Application Number	Application Date	Registration Number	Registration Date	Owner
U.S.	VERYFINE	Registered	85/460328	31-Oct-11	4164518	26-Jun-12	Veryfine Products, Inc.
U.S.	VERYFINE & Apple Design (Throwback)	Registered	86/222888	17-Mar-14	4778266	21-July-15	Veryfine Products, Inc.
U.S.	VERYFINE (WITH OPEN APPLE DEVICE)	Registered	75/261856	24-Mar-97	2152253	21-Apr-98	Veryfine Products, Inc.
U.S.	VERYFINE STYLIZED SCRIPT	Registered	74/080882	23-Jul-90	1654456	20-Aug-91	Veryfine Products, Inc.