

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM453877

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Henny Penny Corporation		11/17/2017	Corporation:
HPC Investment Company, LLC		11/17/2017	Limited Liability Company:
HPC Real Estate Investment I Ltd.		11/17/2017	Corporation:
Wood Stone Corporation		11/17/2017	Corporation:
Wood Stone Ideas, L.L.C.		11/17/2017	Limited Liability Company:
IWD Innovations, LLC		11/17/2017	Limited Liability Company:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	PNC Bank, National Association		
<b>Street Address:</b>	1900 East Ninth Street		
<b>City:</b>	Cleveland		
<b>State/Country:</b>	OHIO		
<b>Postal Code:</b>	44114		
<b>Entity Type:</b>	National Banking Association: OHIO		
<b>PROPERTY NUMBERS Total: 30</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2222723	HENNY PENNY	
<b>Registration Number:</b>	2333691	HENNY PENNY	
<b>Registration Number:</b>	1953188	HENNY PENNY	
<b>Registration Number:</b>	2319757	HENNY PENNY	
<b>Registration Number:</b>	2319758	HENNY PENNY	
<b>Registration Number:</b>	2330192	HENNY PENNY	
<b>Registration Number:</b>	1427096	P-H-T	
<b>Registration Number:</b>	3539040	SMARTCOMBI	
<b>Registration Number:</b>	2743505	SMARTHOLD	
<b>Registration Number:</b>	1911252	THERMA VEC	
<b>Registration Number:</b>	2008940	THERMA VEC	
<b>Registration Number:</b>	3807915	OIL GUARDIAN	
<b>Registration Number:</b>	3794268	FILTER BEACON	

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3807914	EVOLUTION ELITE
Registration Number:	3794387	EVOLUTION ELITE
Registration Number:	3634758	COMPUTRON
Registration Number:	3573221	CLASSICCOMBI
Registration Number:	3811256	HENNY PENNY UNIVERSITY RAISING THE BAR T
Registration Number:	1584667	HOT N'TENDER
Registration Number:	4824765	HENNY PENNY ENGINEERED TO LAST
Registration Number:	4615299	FLEXFUSION
Registration Number:	4690907	CHEF'S TOUCH
Registration Number:	4724915	FLEXIRACKS
Registration Number:	4706535	VELOCITY SERIES
Registration Number:	4869079	VELOCITY SERIES
Registration Number:	5181117	HENNY PENNY
Serial Number:	87158261	HENNY PENNY
Serial Number:	87597680	FLEXFRY
Registration Number:	2643410	FIRE-DECK
Registration Number:	2613655	WOOD STONE

**CORRESPONDENCE DATA**

Fax Number: 4123942555  
*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: 412-394-7767  
Email: traip@clarkhill.com  
Correspondent Name: Paul D. Bangor, Jr.  
Address Line 1: 301 Grant Street, 14th Floor  
Address Line 2: One Oxford Centre  
Address Line 4: Pittsburgh, PENNSYLVANIA 15219

<b>ATTORNEY DOCKET NUMBER:</b>	83359.319982
<b>NAME OF SUBMITTER:</b>	Paul D. Bangor, Jr.
<b>SIGNATURE:</b>	/Paul D. Bangor, Jr./
<b>DATE SIGNED:</b>	12/08/2017

**Total Attachments: 4**  
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**NOTICE OF SECURITY INTEREST**  
**U.S. TRADEMARKS**

November 17, 2017

WHEREAS, each of the entities listed on the signature page hereto (each a "**Grantor**" and collectively, the "**Grantors**"), as applicable, has adopted, used and are using the United States trademarks listed on the annexed Schedule A, which trademarks are registered in or subject to the trademark applications filed in the United States Patent and Trademark Office (the "**Trademarks**");

WHEREAS, pursuant to that certain Amended and Restated Credit Agreement, dated as of even date herewith (as may be amended, modified, supplemented or restated from time to time, the "**Credit Agreement**"), by and among Henny Penny Corporation, an Ohio corporation (the "**Borrower**"), the Guarantors (as defined therein) party thereto, the Lenders (as defined therein) party thereto and PNC Bank, National Association, as administrative agent for the Lenders (in such capacity, the "**Administrative Agent**"), the Grantors have entered into that certain Amended and Restated Patent, Trademark and Copyright Security Agreement, dated as of even date herewith (the "**Security Agreement**") in favor of the Administrative Agent (for itself and for the benefit of the Lenders); and

WHEREAS, pursuant to the Security Agreement, each Grantor has granted to the Administrative Agent (for itself and for the benefit of the Lenders), a mortgage on, pledge of and security interest in, all right, title and interest of such Grantor in and to the Trademarks, together with all the goodwill of the business symbolized by the Trademarks, and the registrations or applications for registration thereof, and all proceeds thereof, including, without limitation, any royalties, claims for infringement and proceeds of sale or other disposition thereof (the "**Trademark Collateral**") to secure the payment and performance of the Obligations (as defined in the Credit Agreement).

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, each Grantor does hereby confirm its grant to the Administrative Agent (for itself and for the benefit of the Lenders) of a mortgage on, pledge of and security interest in the Trademark Collateral to secure prompt payment and performance of the Obligations.

Each Grantor does hereby further acknowledge and affirm that the rights and remedies of the Administrative Agent (for itself and for the benefit of the Lenders) with respect to the assignment of, mortgage on, pledge of and security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth in this Notice of Security Interest.

The Administrative Agent's address is 1900 East Ninth Street, Cleveland, Ohio 44114.

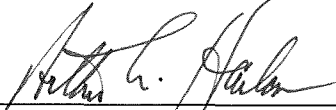
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**TRADEMARK**  
**REEL: 006224 FRAME: 0710**

IN WITNESS WHEREOF, and intending to be legally bound, the Grantors have executed this Notice of Security Interest on the date set forth above.

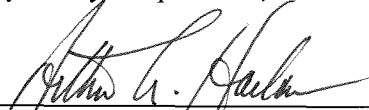
**GRANTORS:**

HENNY PENNY CORPORATION

By:   
Name: Arthur L. Harlan  
Title: Executive Vice President

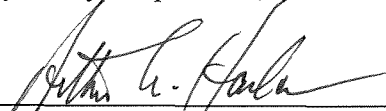
HPC INVESTMENT COMPANY, LLC

By: Henny Penny Corporation, its sole member


By:   
Name: Arthur L. Harlan  
Title: Executive Vice President

HPC REAL ESTATE INVESTMENT I LTD.

By: Henny Penny Corporation, its sole member

By:   
Name: Arthur L. Harlan  
Title: Executive Vice President

WOOD STONE CORPORATION

By:   
Name: Arthur L. Harlan  
Title: Executive Vice President

WOOD STONE IDEAS, L.L.C.

By: Wood Stone Corporation, its sole member

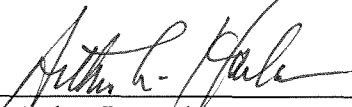
By:  \_\_\_\_\_

Name: Arthur L. Harlan

Title: Executive Vice President

IWD INNOVATIONS, LLC

By: Wood Stone Corporation, its manager

By:  \_\_\_\_\_

Name: Arthur L. Harlan

Title: Executive Vice President

**SCHEDULE A -- TRADEMARKS**

<b>HENNY PENNY CORPORATION</b>						
<b>TRADEMARK</b>	<b>COUNTRY</b>	<b>TYPE OF MARK</b>	<b>REGISTRATION NO.</b>	<b>ISSUE DATE</b>	<b>SERIAL NO.</b>	<b>FILING DATE</b>
HENNY PENNY	US	wordmark	2222723	Feb 9 1999	75410595	Dec 24 1997
HENNY PENNY	US	wordmark	2333691	Mar 21 2000	75412692	Dec 31 1997
HENNY PENNY	US	wordmark	1953188	Jan 30 1996	74640436	Feb 28 1995
HENNY PENNY	US	design	2319757	Feb 15 2000	75409226	Dec 22 1997
HENNY PENNY	US	design	2319758	Feb 15 2000	75409259	Dec 22 1997
HENNY PENNY	US	design	2330192	Mar 14 2000	75410938	Dec 22 1997
P-H-T	US	design	1427096	Feb 3 1987	73578279	Jan 17 1986
SMARTCOMBI	US	design	3539040	Nov 25 2008	77147485	Apr 3 2007
SMARTHOLD	US	wordmark	2743505	Jul 29 2003	76239451	Apr 11 2001
THERMA VEC	US	wordmark	1911252	Aug 15 1995	74569310	Sep 2 1994
THERMA VEC	US	wordmark	2008940	Oct 15 1996	74569315	Sep 2 1994
OIL GUARDIAN	US	wordmark	3807915	Jun 22 2010	77647784	Jan 12 2009
FILTER BEACON	US	wordmark	3794268	May 25 2010	77647780	Jan 12 2009
EVOLUTION ELITE	US	wordmark	3807914	Jun 22 2010	77647774	Jan 12 2009
EVOLUTION ELITE	US	design	3794387	May 25 2010	77671457	Feb 16 2009
COMPUTRON	US	wordmark	3634758	Jun 9 2009	77605859	Nov 3 2008
CLASSICCOMBI	US	design	3573221	Feb 10 2009	77147494	Apr 3 2007
HENNY PENNY UNIVERSITY RAISING THE BAR TO EXCELLENCE	US	design	3811256	Jun 29 2010	77086879	Jan 19 2007
HOT N'TENDER	US	design	1584667	Feb 27 1990	73814515	Jul 24 1989
HENNY PENNY ENGINEERED TO LAST	US	wordmark	4824765	Oct 6 2015	86161086	Jan 9 2014
FLEXFUSION	US	wordmark	4615299	Sep 30 2014	86168252	Jan 17 2014
CHEF'S TOUCH	US	wordmark	4690907	Feb 24 2015	86168249	Jan 17 2014
FLEXIRACKS	US	wordmark	4724915	Apr 21 2015	86168521	Jan 17 2014
VELOCITY SERIES	US	wordmark	4706535	Mar 24 2015	86179917	Jan 30 2014
VELOCITY SERIES	US	design	4869079	Dec 15 2015	86198640	Feb 20 2014
HENNY PENNY	US	wordmark	5181117	Apr 11 2017	87158255	Sep 1 2016
HENNY PENNY	US	wordmark			87158261	Sep 1 2016
FLEXFRY	US	wordmark			87597680	Sep 6 2017

<b>WOOD STONE CORPORATION</b>						
<b>TRADEMARK</b>	<b>COUNTRY</b>	<b>TYPE OF MARK</b>	<b>REGISTRATION NO.</b>	<b>ISSUE DATE</b>	<b>SERIAL NO.</b>	<b>FILING DATE</b>
FIRE-DECK	US	wordmark	2643410	Oct 29 2002	75781264	Aug 20 1999
WOOD STONE	US	wordmark	2613655	Sep 3 2002	75661443	Mar 16 1999