

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM487911

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MASTRONARDI PRODUCE LIMITED		08/24/2018	Corporation: CANADA
RECEIVING PARTY DATA			
Name:	BANK OF MONTREAL, as Administrative Agent		
Street Address:	250 Yonge Street		
Internal Address:	11th Floor		
City:	Toronto		
State/Country:	CANADA		
Postal Code:	M5B 2L7		
Entity Type:	National Banking Association: CANADA		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Serial Number:	87908283	ALOHA	
Serial Number:	87957134	BRASPBERRY	
Registration Number:	5505695	GOURMET MEDLEY	
Registration Number:	5481219	SUNSET GROWN	
CORRESPONDENCE DATA			
Fax Number:	7037125050		
<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:	7037125352		
Email:	jmiller@mcguirewoods.com		
Correspondent Name:	Joyce Miller		
Address Line 1:	1750 Tysons Blvd.		
Address Line 4:	Tysons, VIRGINIA 22102		
NAME OF SUBMITTER:	Joyce Miller		
SIGNATURE:	/Joyce Miller/		
DATE SIGNED:	08/29/2018		
Total Attachments: 4			
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**NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

Dated: as of August 24, 2018

United States Patent and Trademark Office

Ladies and Gentlemen:

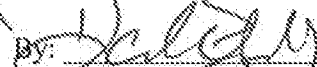
Please be advised that pursuant to the U. S. Security and Pledge Agreement dated as of May 1, 2018 (as amended, restated, supplemented or otherwise modified from time to time, the “Agreement”) among the Grantor (as defined below), the other grantors party thereto and the Administrative Agent for the Secured Parties referenced therein, the undersigned Grantor has granted a security interest in and lien upon the trademarks and trademark applications on Schedule 1 to the Administrative Agent for the ratable benefit of the Secured Parties.

The Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in such trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

[Signature pages follow.]

GRANTOR:

MASTRONARDI PRODUCE LIMITED

By: 

Name: David Einstead


Title: Secretary

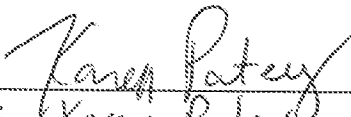
ADMINISTRATIVE AGENT:

Bank of Montreal
BMO Financial Group, Corporate &
Commercial Lending Operations
250 Yonge Street, 11th floor
Toronto, ON M5B 2L7

Acknowledged and accepted:

BANK OF MONTREAL,
as Administrative Agent

By: 
Name: Robert Fasken
Title: Director
Asset Based Lending
Corporate Finance Division

By: 
Name: Karen Patey
Title: MD
Asset Based Lending

SCHEDULE 1

TRADEMARKS

<u>MARK/APP. NO. / REG. NO.</u>	<u>COUNTRY OF ORIGIN</u>	<u>PROJECT NUMBER</u>
ALOHA App. No.: 87908283	United States	Mastronardi Produce Ltd.
BRASPBERRY App. No.: 87957134	United States	Mastronardi Produce Ltd.
GOURMET MEDLEY App. No.: 86475908 Reg. No.: 5505695	United States	Mastronardi Produce Ltd.
SUNSET GROWN App. No.: 85423495 Reg. No.: 5481219	United States	Mastronardi Produce Ltd.