

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM502062

<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>
Diamond Crystal Brands, Inc.		12/14/2018	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Kayne Senior Credit III Loanco, LLC		
<b>Street Address:</b>	655 Madison Avenue, 18th Floor		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10065		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 30</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	5559973	TREEMONT FARMS	
<b>Registration Number:</b>	5559972	FLAVOR FRESH	
<b>Registration Number:</b>	5555786	CAFÉ DELIGHT	
<b>Registration Number:</b>	5555767	CAFÉ DELIGHT	
<b>Registration Number:</b>	5137109	HOUSE BLEND	
<b>Registration Number:</b>	5132784	COFFEE SHOPPE	
<b>Registration Number:</b>	5124285	HEART SMART	
<b>Registration Number:</b>	5124284	BITS-O-BAC'N	
<b>Registration Number:</b>	4118549	BELLA MIGLIORE	
<b>Registration Number:</b>	3150136	COFFEE SHOPPE	
<b>Registration Number:</b>	3037925	SWEET NOTHIN'	
<b>Registration Number:</b>	3089616	CAFE' DELIGHT	
<b>Registration Number:</b>	3061353	HOUSE BLEND	
<b>Registration Number:</b>	3056672	HEART SMART	
<b>Registration Number:</b>	2981728	LITE DELITE	
<b>Registration Number:</b>	2681224	CHEF'S SEASONING	
<b>Registration Number:</b>	3698908	ULTRA	
<b>Registration Number:</b>	2807346	POCO PAC	
<b>Registration Number:</b>	2689524	BITS-O-BAC'N	

CH \$765.00 5559973

Property Type	Number	Word Mark
Registration Number:	2584719	SINGLE SERV
Registration Number:	2285621	MARRAKESH EXPRESS
Registration Number:	2168796	GOLD'N NATURAL
Registration Number:	2031749	CHEF'S COMPANION
Registration Number:	1976671	SWEET THING
Registration Number:	1906728	GOLD 'N NATURAL
Registration Number:	1658412	SUGAR BOWL
Registration Number:	1039460	SWEET CRYSTALS
Registration Number:	1438652	CREAM WHITE
Registration Number:	1279143	SINGLE SERV
Registration Number:	0881779	PACKET BRAND

**CORRESPONDENCE DATA**

**Fax Number:**

*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:** 3127018637

**Email:** ipdocket@mayerbrown.com

**Correspondent Name:** William R. Siegel, Mayer Brown LLP

**Address Line 1:** P.O. Box 2828

**Address Line 4:** Chicago, ILLINOIS 60690-2828

<b>ATTORNEY DOCKET NUMBER:</b>	18604965
<b>NAME OF SUBMITTER:</b>	William R. Siegel
<b>SIGNATURE:</b>	/william r siegel/
<b>DATE SIGNED:</b>	12/14/2018

**Total Attachments: 3**

source=Kayne\_DCB - Trademark Security Agreement#page1.tif

source=Kayne\_DCB - Trademark Security Agreement#page2.tif

source=Kayne\_DCB - Trademark Security Agreement#page3.tif

## TRADEMARK SECURITY AGREEMENT

This TRADEMARK SECURITY AGREEMENT, dated as of December 14, 2018 (this "Trademark Security Agreement"), is made by Diamond Crystal Brands, Inc., a Delaware corporation (the "Grantor") to and for the benefit of Kayne Senior Credit III Loanco, LLC, in its capacity as administrative agent for certain lenders and the other holders of Secured Obligations (as defined in the Security Agreement described below) (in such capacity, the "Administrative Agent").

WHEREAS, the Grantor has entered into a Security Agreement, dated as of the date hereof (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement"), in favor of the Administrative Agent; and

WHEREAS, pursuant to the Security Agreement, the Grantor has collaterally assigned to the Administrative Agent and granted to the Administrative Agent for the benefit of the lenders and the other holders of Secured Obligations a continuing security interest in certain collateral, to secure the payment, performance and observance of the Secured Obligations.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantor hereby agrees with the Administrative Agent as follows:

1. Grant of Security Interest. To secure the prompt and complete repayment and performance of the obligations under the Security Agreement, the Grantor hereby grants to the Administrative Agent, a security interest in all of Grantor's right, title and interest in and to the following (collectively, the "Trademark Collateral"): (a) all of its Trademarks (as defined in the Security Agreement) including, without limitation, those referred to on Schedule 1 hereto; (b) all renewals of the foregoing; (c) all goodwill of the business connected with the use of, and symbolized by, each Trademark; and (d) all proceeds of the foregoing, including, without limitation, any claim by the Grantor against third parties for past, present or future (i) infringement or dilution of any Trademark and (ii) injury to the goodwill associated with any Trademark.

2. Acknowledgement. The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Administrative Agent with respect to the Trademark Collateral are more fully set forth in the Security Agreement, and that the terms and provisions of the Security Agreement are hereby incorporated herein by reference as if fully set forth herein.

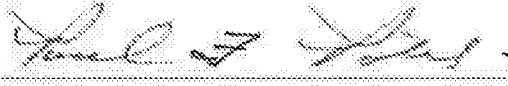
3. Counterparts. This Trademark Security Agreement may be executed in multiple counterparts (any of which may be delivered by facsimile or other electronic transmission), each of which shall constitute an original and all of which taken together shall constitute one and the same Trademark Security Agreement.

4. GOVERNING LAW. THIS TRADEMARK SECURITY AGREEMENT SHALL BE GOVERNED BY, AND CONSTRUED AND ENFORCED IN ACCORDANCE WITH, THE INTERNAL LAWS AND DECISIONS OF THE STATE OF NEW YORK APPLICABLE TO CONTRACTS MADE AND PERFORMED IN THAT STATE AND ANY APPLICABLE LAWS OF THE UNITED STATES OF AMERICA.

*[Signature Page Immediately Follows]*

IN WITNESS WHEREOF, the Grantor has caused this Trademark Security Agreement to be duly executed by its officer thereunto duly authorized as of the date first above written.

DIAMOND CRYSTAL BRANDS, INC.

By: 

Name: Paul F. Patek

Title: Chief Financial Officer

Signature Page to Trademark Security Agreement

**TRADEMARK**  
**REEL: 006500 FRAME: 0717**

**SCHEDULE 1 TO TRADEMARK SECURITY AGREEMENT**

**[Trademarks and Trademark Applications]**

	Serial Number	Reg. Number	Word Mark	Current Owner
1	87764163	5559973	TREEMONT FARMS	DIAMOND CRYSTAL BRANDS, INC.
2	87764159	5559972	FLAVOR FRESH	DIAMOND CRYSTAL BRANDS, INC.
3	87814050	5555786	CAFÉ DELIGHT	DIAMOND CRYSTAL BRANDS, INC.
4	87811354	5555767	CAFÉ DELIGHT	DIAMOND CRYSTAL BRANDS, INC.
5	87079806	5137109	HOUSE BLEND	DIAMOND CRYSTAL BRANDS, INC.
6	87067611	5132784	COFFEE SHOPPE	DIAMOND CRYSTAL BRANDS, INC.
7	87079801	5124285	HEART SMART	DIAMOND CRYSTAL BRANDS, INC.
8	87079791	5124284	BITS-O-BAC'N	DIAMOND CRYSTAL BRANDS, INC.
9	85399273	4118549	BELLA MIGLIORE	DIAMOND CRYSTAL BRANDS, INC.
10	78511540	3150136	COFFEE SHOPPE	DIAMOND CRYSTAL BRANDS, INC.
11	78508459	3037925	SWEET NOTHING	DIAMOND CRYSTAL BRANDS, INC.
12	78510375	3089616	CAFÉ DELIGHT	DIAMOND CRYSTAL BRANDS, INC.
13	78512279	3061353	HOUSE BLEND	DIAMOND CRYSTAL BRANDS, INC.
14	78506727	3056673	HEART SMART	DIAMOND CRYSTAL BRANDS, INC.
15	78193448	2981728	LITE DELITE	DIAMOND CRYSTAL BRANDS, INC.
16	78097497	2681224	CHEF'S SEASONING	DIAMOND CRYSTAL BRANDS, INC.
17	77724167	3698908	ULTRA	DIAMOND CRYSTAL BRANDS, INC.
18	76449849	2807346	POCO PAC	DIAMOND CRYSTAL BRANDS, INC.
19	76240369	2689924	BITS-O-BAC'N	DIAMOND CRYSTAL BRANDS, INC.
20	76148999	2584719	SINGLE SERV	DIAMOND CRYSTAL BRANDS, INC.
21	75600014	2285621	MARRAKESH EXPRESS	DIAMOND CRYSTAL BRANDS, INC.
22	75020222	2168796	GOLD'N NATURAL	DIAMOND CRYSTAL BRANDS, INC.
23	74724633	2031749	CHEF'S COMPANION	DIAMOND CRYSTAL BRANDS, INC.
24	74691673	1976671	SWEET THING	DIAMOND CRYSTAL BRANDS, INC.
25	74451572	1906728	GOLD 'N NATURAL	DIAMOND CRYSTAL BRANDS, INC.
26	74105152	1658412	SUGAR BOWL	DIAMOND CRYSTAL BRANDS, INC.
27	73026877	1039460	SWEET CRYSTALS	DIAMOND CRYSTAL BRANDS, INC.
28	73003704	1038652	CREAM WHITE	DIAMOND CRYSTAL BRANDS, INC.
29	73408370	1279143	SINGLE SERV	DIAMOND CRYSTAL BRANDS, INC.
30	72299656	881779	PACKET BRAND	DIAMOND CRYSTAL BRANDS, INC.