

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM502450

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
SUN COUNTRY FOODS, INC.		12/14/2018	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	BANK OF AMERICA, N.A., as Collateral Agent		
Street Address:	1497 OLNEY AVE SE		
Internal Address:	Agency Management, PORT ORCHARD BC		
City:	Port Orchard		
State/Country:	WASHINGTON		
Postal Code:	98366-4035		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	4451849	SUN COUNTRY	
Registration Number:	4444640	SUN COUNTRY FOODS	
Registration Number:	4433372	SUN COUNTRY	
Registration Number:	4299429	SUN COUNTRY	
Registration Number:	1028827	KRETSCHMER	
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, maryelizabethzaldivar@mvalaw.com		
Correspondent Name:	MOORE & VAN ALLEN PLLC		
Address Line 1:	P.O. BOX 13706		
Address Line 4:	RESEARCH TRIANGLE PK, NORTH CAROLINA 27709		
ATTORNEY DOCKET NUMBER:	327000.027628		
NAME OF SUBMITTER:	John Slaughter		
SIGNATURE:	/john slaughter/		
DATE SIGNED:	12/18/2018		

OP \$140.00 4451849

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 December 14, 2018 (as amended, modified, extended, restated, renewed, replaced, or supplemented from time to time, the “**Agreement**”) and among the Grantors party thereto (each an “**Grantor**” and collectively, the “**Grantors**”) and Bank of America, N.A., as collateral agent (the “**Collateral Agent**”) for the Secured Creditors referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown on Schedule 1 attached hereto to the Collateral Agent for the ratable benefit of the Secured Parties.

The undersigned Grantor and the Collateral Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing 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.

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Very truly yours,

SUN COUNTRY FOODS, INC.,
a Delaware corporation

By: Rachel Ruggeri
Name: Rachel Ruggeri
Title: Vice President, Secretary and Treasurer

Acknowledged and Accepted:

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

By: *Brenda Schriener*
Name: Brenda Schriener
Title: Vice President

Schedule 1

**Sun Country Foods, Inc.
(Delaware Corporation)**

U.S. Trademarks

Trademark Registrations

Mark	Reg. No.	Reg. Date
SUN COUNTRY	4451849	12/17/13
SUN COUNTRY FOODS and Design	4444640	12/03/13
SUN COUNTRY and Design	4433372	11/12/13
SUN COUNTRY	4299429	03/05/13
KRETSCHMER	1028827	12/30/75