

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM504129

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Pacific Cheese Co., Inc.		12/31/2018	Corporation: CALIFORNIA
RECEIVING PARTY DATA			
Name:	MB Financial Bank, N.A.		
Street Address:	6111 N. River Rd.		
City:	Rosemont		
State/Country:	ILLINOIS		
Postal Code:	60018		
Entity Type:	National Banking Association: ILLINOIS		
PROPERTY NUMBERS Total: 12			
Property Type	Number	Word Mark	
Registration Number:	5548539	MONTEREY FARMS	
Registration Number:	5493062	QUESO PACIFICO	
Registration Number:	4749281	UTTER GOODNESS	
Registration Number:	2874031	BELLA FOGLIA	
Registration Number:	2719273	CASCADE DAIRY	
Registration Number:	1791757	NORTH BEACH	
Registration Number:	1807759	OLD AMSTERDAM	
Registration Number:	1764701	FAMOUS ITALIAN STYLE NORTH BEACH	
Registration Number:	1389263	PACIFIC CHEESE	
Registration Number:	1390090	CHESWICK	
Registration Number:	1390089	GRAND EUROPEAN	
Serial Number:	87378151	COW BEE AND TREE	
CORRESPONDENCE DATA			
Fax Number:	3128324700		
<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:	312-832-4552		
Email:	delder@foley.com,jolsen@foley.com		
Correspondent Name:	Diane G. Elder/Foley & Lardner LLP		
Address Line 1:	321 North Clark Street, Suite 2800		
TRADEMARK			

OP \$315.00 5548539

Address Line 4: Chicago, ILLINOIS 60654

NAME OF SUBMITTER: Diane G. Elder

SIGNATURE: /Diane G. Elder/;/dge/61590/

DATE SIGNED: 01/02/2019

Total Attachments: 6

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GRANT OF SECURITY INTEREST IN TRADEMARKS AND PATENTS

Dated as of December 31, 2018.

WHEREAS, PACIFIC CHEESE CO., INC., a California corporation ("Grantor"), owns the trademarks, trademark registrations, trademark applications, and any and all goodwill associated therewith, and the patents and patent applications, in each case set forth on Schedule A and Schedule B attached hereto; and

WHEREAS, MB Financial Bank, N.A., as Administrative Agent (in such capacity, the "Grantee"), desires to acquire a security interest in, and lien on, all of Grantor's right, title and interest in and to Grantor's trademarks, trademark registrations, trademark applications and any and all goodwill associated therewith and patents and patent applications; and

WHEREAS, the Grantor is willing to grant to the Grantee a security interest in and lien upon the trademarks, trademark registrations, trademark applications and any and all goodwill associated therewith and patents and patent applications described above.

NOW, THEREFORE, for good and valuable consideration, the sufficiency and receipt of which are hereby acknowledged, and subject to the terms and conditions of the Credit and Security Agreement, dated as of December 31, 2018 (as amended from time to time, the "Credit Agreement"), by and among the Grantor, the entities from time to time party thereto as Lenders, and MB Financial Bank, N.A., in its capacity as administrative agent for the Lenders (in such capacity, the "Administrative Agent"), the Grantor hereby grants to the Grantee a security interest in, and a lien upon, all of Grantor's right, title and interest in and to (i) the trademarks, trademark registrations, trademark applications, and any and all goodwill associated therewith (the "Marks") set forth on Schedule A attached hereto, (ii) the patents and patent applications (the "Patents") set forth on Schedule B attached hereto, in each case together with (iii) all Proceeds (as such term is defined in the Credit Agreement) of the Marks, (iv) all of the goodwill of the businesses with which the Marks are associated, and (v) all causes of action, past, present and future, for infringement, misappropriation, or dilution of any of the Marks and/or Patents or unfair competition regarding the same.

This GRANT OF SECURITY INTEREST is made to secure the satisfactory performance and payment of all the Obligations (as such term is defined in the Credit Agreement) of the Grantor and shall be effective as of the date of the Credit Agreement.

This Grant of Security Interest has been granted in conjunction with the security interest granted to Grantee under the Credit Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Credit Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant of Security Interest are deemed to conflict with the Credit Agreement, the provisions of the Credit Agreement shall govern.

IN WITNESS WHEREOF, the undersigned have executed this Grant of Security Interest as of the date of the Credit Agreement.

GRANTOR;

PACIFIC CHEESE CO., INC.,
a California corporation

By: Stephen B. Gaddis
Stephen B. Gaddis
Chief Executive Officer

GRANTEE:

MB FINANCIAL BANK, N.A.

By: _____
Cindy S. Jamroziak
Senior Vice President

IN WITNESS WHEREOF, the undersigned have executed this Grant of Security Interest as of the date of the Credit Agreement.

GRANTOR:

PACIFIC CHEESE CO., INC.,
a California corporation

By: _____
Name: _____
Title: _____

GRANTEE:

MB FINANCIAL BANK, N.A.

By: *Cindy S. Janczyk*
Cindy S. Janczyk
Senior Vice President

Schedule A - Trademarks

Country	Mark	Application No.	Registration No.	App. Date/Reg. Date	Listed Owner
United States	COW BEE AND TREE	87/378151		March 20, 2017	Pacific Cheese Co., Inc.
United States	MONTEREY FARMS	87/534785	5548539	August 28, 2018	Pacific Cheese Co., Inc.
United States	QUESO PACIFICO	87/262768	5493062	June 12, 2018	Pacific Cheese Co., Inc.
United States	UTTER GOODNESS	86/234411	4749281	June 2, 2015	Pacific Cheese Co., Inc.
United States	BELLA FOGLIA	76/542205	2874031	August 17, 2004	Pacific Cheese Co., Inc.
United States	CASCADE DAIRY	76/438682	2719273	May 27, 2003	Pacific Cheese Co., Inc.
United States	NORTH BEACH	74/297825	1791757	September 7, 1993	Pacific Cheese Co., Inc.
United States	OLD AMSTERDAM	74363509	1807759	November 30, 1993	Pacific Cheese Co., Inc.
United States	FAMOUS ITALIAN STYLE NORTH BEACH	74/297477	1764701	April 13, 1993	Pacific Cheese Co., Inc.
United States	PACIFIC CHEESE	73/544515	1389263	April 8, 1986	Pacific Cheese Co., Inc.

Country	Mark	Application No.	Registration No.	App. Date/Reg. Date	Listed Owner
United States	CHESWICK	73/540228	1390090	April 15, 1986	Pacific Cheese Co., Inc.
United States	GRAND EUROPEAN	73/540211	1390089	April 15, 1986	Pacific Cheese Co., Inc.

Schedule B – Patents

None.