

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM537706

<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>
WHOLESOME SWEETENERS, INCORPORATED		08/21/2019	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	FMP AGENCY SERVICES, LLC		
<b>Street Address:</b>	c/o Falcon Investment Advisors, 21 Custom House Street		
<b>Internal Address:</b>	10th floor		
<b>City:</b>	Boston		
<b>State/Country:</b>	MASSACHUSETTS		
<b>Postal Code:</b>	02110		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 18</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3992358	WHOLESOME SWEETENERS	
<b>Registration Number:</b>	2708610	BILLINGTON'S	
<b>Registration Number:</b>	2665822	BILLINGTON'S	
<b>Registration Number:</b>	3396903	SURF SWEETS	
<b>Registration Number:</b>	4273437	TRUJOY SWEETS	
<b>Registration Number:</b>	5591698	BRITTLE THINS	
<b>Registration Number:</b>	5463951	WHOLESOME	
<b>Registration Number:</b>	5223338	SUCANAT	
<b>Registration Number:</b>	5262665	DELISHFISH	
<b>Registration Number:</b>	5257878	MINDFULLY DELICIOUS	
<b>Registration Number:</b>	4848099		
<b>Registration Number:</b>	4843032	WHOLESOME!	
<b>Registration Number:</b>	4843030	CARE FOR YOU. CARE FOR OUR PLANET.	
<b>Registration Number:</b>	4843029	WHOLESOME!	
<b>Registration Number:</b>	4843028	LIFE IS SWEETER WHEN IT'S WHOLESOME!	
<b>Registration Number:</b>	4843027	LIVE SWEETLY	
<b>Registration Number:</b>	4951352	SWEET THE WORLD OFF ITS FEET	

OP \$465.00 3992358

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	5209736	CARE FOR YOU. CARE FOR OUR PLANET.
<b>CORRESPONDENCE DATA</b>		
Fax Number:		
<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:	617-248-5000	
Email:	tmadmin@choate.com	
Correspondent Name:	Daniel L. Scales	
Address Line 1:	Two International Place	
Address Line 4:	Boston, MASSACHUSETTS 02110	
ATTORNEY DOCKET NUMBER:	2005982-0037	
NAME OF SUBMITTER:	Daniel L. Scales	
SIGNATURE:	/daniel l. scales/	
DATE SIGNED:	08/22/2019	
<b>Total Attachments: 4</b>		
source=Falcon - Wholesome - Trademark Security Agreement (Executed)#page1.tif		
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TRADEMARK SECURITY AGREEMENT

This Trademark Security Agreement (this "Trademark Security Agreement") is made as of August 21, 2019, by WHOLESOME SWEETENERS, INCORPORATED, a corporation organized under the laws of the State of Delaware ("Grantor"), in favor of FMP AGENCY SERVICES, LLC, in its capacity as agent for the Lenders (together with its successors and assigns in such capacity, "Grantee").

WHEREAS, the Grantor has adopted, has used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the attached Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

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

WHEREAS, pursuant to the Agreement, the Grantor has granted to the Grantee, for its benefit and for the ratable benefit of the Lenders, a continuing security interest in all right, title and interest of the Grantor in, to and under the Trademarks, together with, among other things, the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment and performance of the Obligations.

NOW, THEREFORE, to secure the prompt payment and performance to the Agent and Lenders of the Obligations, Grantor hereby pledges and grants to Grantee for its benefit and for the ratable benefit of each Lender, a continuing security interest in and to and Lien on the Collateral.

All capitalized terms used but not otherwise defined herein have the meanings given to them in the Agreement.


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

This Trademark Security Agreement may be executed in any number of counterparts and by different parties in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement. Delivery of an executed counterpart by facsimile or electronic mail shall be equally effective as delivery of an original executed counterpart.

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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 set forth above.

WHOLESOME SWEETENERS, INCORPORATED

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

Name: Jeff Seidel  
Title: Chief Financial Officer

SCHEDULE A TO TRADEMARK SECURITY AGREEMENT

Trademark Registrations and Applications

<b>Loan Party Name</b>	<b>Title</b>	<b>Application Number and Date</b>	<b>Registration Number and Date</b>
Wholesome Sweeteners, Inc.	WHOLESOME SWEETENERS 	85069033 June 22, 2010	3,992,358 July 12, 2011
Wholesome Sweeteners, Incorporated	BILLINGTON'S	76300039 August 10, 2001	2,708,610 April 22, 2003
Wholesome Sweeteners, Incorporated	Billington's & Design 	76300041 August 10, 2001	2,665,822 December 24, 2002
Wholesome Sweeteners, Inc.	Surf Sweets	76673157 February 26, 2007	3,396,903 March 18, 2008
Wholesome Sweeteners, Inc.	TruJoy Sweets	85573640 March 19, 2012	4,273,437 January 8, 2013
Wholesome Sweeteners, Inc.	Brittle Thins & Design 	87665150 October 30, 2017	5,591,698 October 23, 2018
Wholesome Sweeteners, Inc.	WHOLESOME & Design 	87618839 September 22, 2017	5,463,951 May 8, 2018
Wholesome Sweeteners, Inc.	SUCANAT	87305649 January 18, 2017	5,223,338 June 13, 2017
Wholesome Sweeteners, Inc.	DELISHFISH	87226546 November 4, 2016	5,262,665 August 8, 2017
Wholesome Sweeteners, Inc.	MINDFULLY DELICIOUS	87205383 October 17, 2016	5,257,878 August 1, 2017
Wholesome Sweeteners, Inc.	Design 	86977418 November 24, 2014	4,848,099 November 3, 2015
Wholesome Sweeteners,	WHOLESOME!	86977411	4,843,032

Loan Party Name	Title	Application Number and Date	Registration Number and Date
Inc.		September 19, 2014	October 27, 2015
Wholesome Sweeteners, Inc.	CARE FOR YOU. CARE FOR OUR PLANET.	86977396 September 19, 2014	4,843,030 October 27, 2015
Wholesome Sweeteners, Inc.	WHOLESOME! & Design <i>Wholesome!</i>	86977395 September 19, 2014	4,843,029 October 27, 2015
Wholesome Sweeteners, Inc.	LIFE IS SWEETER WHEN IT'S WHOLESOME!	86977394 September 19, 2014	4,843,028 October 27, 2015
Wholesome Sweeteners, Inc.	LIVE SWEETLY	86977393 September 19, 2014	4,843,027 October 27, 2015
Wholesome Sweeteners, Inc.	SWEET THE WORLD OFF ITS FEET	86767095 September 24, 2015	4,951,352 May 3, 2016
Wholesome Sweeteners, Inc.	CARE FOR YOU. CARE FOR OUR PLANET.	86399682 September 19, 2014	5,209,736 May 23, 2017

[Schedule A]