

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM538175

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
WHOLESOME SWEETENERS, INCORPORATED		08/21/2019	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	PNC Bank, National Association		
Street Address:	Two Tower Center Boulevard		
City:	East Brunswick		
State/Country:	NEW JERSEY		
Postal Code:	08816		
Entity Type:	Association: UNITED STATES		
PROPERTY NUMBERS Total: 18			
Property Type	Number	Word Mark	
Serial Number:	85069033	WHOLESOME SWEETENERS	
Serial Number:	76300039	BILLINGTON'S	
Serial Number:	76300041	BILLINGTON'S	
Serial Number:	76673157	SURF SWEETS	
Serial Number:	85573640	TRUJOY SWEETS	
Serial Number:	87665150	BRITTLE THINS	
Serial Number:	87618839	WHOLESOME	
Serial Number:	87305649	SUCANAT	
Serial Number:	87226546	DELISHFISH	
Serial Number:	87205383	MINDFULLY DELICIOUS	
Serial Number:	86977418		
Serial Number:	86977411	WHOLESOME!	
Serial Number:	86977396	CARE FOR YOU. CARE FOR OUR PLANET.	
Serial Number:	86977395	WHOLESOME!	
Serial Number:	86977394	LIFE IS SWEETER WHEN IT'S WHOLESOME!	
Serial Number:	86977393	LIVE SWEETLY	
Serial Number:	86767095	SWEET THE WORLD OFF ITS FEET	
Serial Number:	86399682	CARE FOR YOU. CARE FOR OUR PLANET.	

OP \$465.00 85069033

TRADEMARK

CORRESPONDENCE DATA**Fax Number:** 8009144240*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:** 8007130755**Email:** james.murray@wolterskluwer.com**Correspondent Name:** CT Corporation**Address Line 1:** 4400 Easton Commons Way**Address Line 2:** Suite 125**Address Line 4:** Columbus, OHIO 43219

NAME OF SUBMITTER:	Corenda R. Lewis
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SIGNATURE:	/Corenda R. Lewis/
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DATE SIGNED:	08/26/2019
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Total Attachments: 5

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

WHOLESOME SWEETENERS, INCORPORATED

- Individual(s)
- Partnership
- Corporation- State: Delaware
- Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance/Execution Date(s) :

Execution Date(s) August 21, 2019

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: PNC Bank, National Association

Street Address: Two Tower Center Boulevard

City: East Brunswick

State: New Jersey

Country: USA Zip: 08816

- Individual(s) Citizenship _____
- Association Citizenship USA
- Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship _____
- Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) _____ Text

B. Trademark Registration No.(s) _____

See Schedule A attached

See Schedule A attached

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Corenda R. Lewis

Internal Address: Hahn & Hessen LLP

Street Address: 488 Madison Avenue, 14th Floor

City: New York

State: New York Zip: 10022

Phone Number: 212-478-7200

Docket Number: _____

Email Address: clewis2@hahnhausen.com

6. Total number of applications and registrations involved:

18

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ _____

- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

Deposit Account Number _____

Authorized User Name _____

9. Signature:



Corenda R. Lewis

Name of Person Signing

August 26, 2019

Date

Total number of pages including cover sheet, attachments, and document: 5

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Branch, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

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 PNC BANK, NATIONAL ASSOCIATION, 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 Revolving Credit 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.

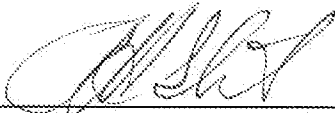
The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Grantee with respect to the Collateral are more fully set forth in the Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

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

[Signature Page to Trademark Security Agreement]

TRADEMARK
REEL: 006729 FRAME: 0262

SCHEDULE A TO TRADEMARK SECURITY AGREEMENT

Trademark Registrations and Applications

Loan Party Name	Title	Application Number and Date	Registration Number and Date
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]