

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM543379

<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>
Automated Pet Care Products, LLC, formerly known as Automated Pet Care Products, Inc.		09/30/2019	Limited Liability Company: MICHIGAN
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Aldine Capital Fund III, L.P.		
<b>Street Address:</b>	444 W. Lake Street, Suite 4550		
<b>City:</b>	Chicago		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60606		
<b>Entity Type:</b>	Limited Partnership: DELAWARE		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4669963	FEED · SAFE A SAFE HAVEN FOR YOUR SMALLE	
<b>Registration Number:</b>	4669964	FEED · SAFE	
<b>Registration Number:</b>	4674124	LITTER · ROBOT	
<b>Registration Number:</b>	4674125	LITTER · ROBOT	
<b>Registration Number:</b>	5093852	AUTO · PETS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6142243246		
<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>			
<b>Phone:</b>	614-462-1093		
<b>Email:</b>	ipdocketcolumbus@icemiller.com		
<b>Correspondent Name:</b>	Ice Miller LLP		
<b>Address Line 1:</b>	1500 Broadway, Suite 2900		
<b>Address Line 4:</b>	New York, NEW YORK 10036		
<b>NAME OF SUBMITTER:</b>	Barbara Bacon		
<b>SIGNATURE:</b>	/Barbara Bacon/		
<b>DATE SIGNED:</b>	10/01/2019		

OP \$140.00 4669963

**Total Attachments: 4**

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NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

Dated: September 30, 2019

United States Patent and Trademark Office

Ladies and Gentlemen:

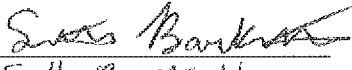
Please be advised that pursuant to that certain Note Purchase and Security Agreement dated as of September 30, 2019 (as the same may hereafter be amended, modified, extended or restated from time to time, the "Note Purchase Agreement") by and among Automated Pet Care Products, LLC, a Michigan limited liability company formerly known as Automated Pet Care Products, Inc. ("Grantor"), the other parties signatory thereto as Note Parties (as defined in the Note Purchase Agreement), and Aldine Capital Fund III, L.P., a Delaware limited partnership (together with its successors and assigns, "Purchaser"), Grantor has granted to Purchaser a continuing security interest in and continuing lien upon, among other things, all of Grantor's trademarks and trademark applications, including without limitation those set forth on Exhibit A hereto.

Grantor and Purchaser hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Note Purchase Agreement, and (ii) is not to be construed as an assignment of any trademarks or trademark applications.

*[Remainder of page intentionally blank;  
signature page follows]*

IN WITNESS WHEREOF, this Notice of Grant of Security Interest in Trademarks has been duly executed by the Grantor as of the date first above written.

**AUTOMATED PET CARE PRODUCTS, LLC**, a  
Michigan limited liability company

By:   
Name: Seth Barkett  
Title: Vice President + Asst. Secretary

[Signature Page to Notice of Grant of Security Interest in Trademarks]

**TRADEMARK**  
**REEL: 006760 FRAME: 0330**


Acknowledged and accepted:

**ALDINE CAPITAL FUND III, L.P.**, a Delaware  
limited partnership

By: Aldine GP III, LLC, its General Partner

By: Aldine Capital Partners, Inc., its manager

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



Name: Steve Groya  
Title: Vice President

[Signature Page to Notice of Grant of Security Interest in Trademarks]

**TRADEMARK**  
**REEL: 006760 FRAME: 0331**

**EXHIBIT A**

**REGISTERED U.S. TRADEMARKS**

<b>Description of Mark</b>	<b>Registration Number</b>	<b>Registration Date</b>
FEED • SAFE A SAFE HAVEN FOR YOUR SMALLER PET AND ITS FOOD and Design	4669963	January 13, 2015
FEED • SAFE and Design	4669964	January 13, 2015
LITTER • ROBOT and Design	4674124	January 20, 2015
LITTER • ROBOT and Design	4674125	January 20, 2015
AUTO • PETS and Design	5093852	December 6, 2016

**U.S. TRADEMARK APPLICATIONS**

None.