

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM572875

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Honeyville, Inc.		04/21/2020	Corporation: UTAH
RECEIVING PARTY DATA			
Name:	Zions Bancorporation N.A.		
Street Address:	One South Main Street		
City:	Salt Lake City		
State/Country:	UTAH		
Postal Code:	84133		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2195903	HONEYVILLE	
Registration Number:	2782828	HONEYVILLE FARMS	
Registration Number:	5117394	FROM FARMS TO FAMILIES SINCE 1951	
CORRESPONDENCE DATA			
Fax Number:	7044448847		
<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:	213-457-6624		
Email:	ksaltrick@mcguirewoods.com		
Correspondent Name:	McGuireWoods LLP		
Address Line 1:	355 S. Grand Avenue, Suite 4200		
Address Line 2:	Attention: J. Aufderhar, Esq.		
Address Line 4:	Los Angeles, CALIFORNIA 90071		
NAME OF SUBMITTER:	Justin Aufderhar		
SIGNATURE:	/s/ Justin Aufderhar		
DATE SIGNED:	04/21/2020		
Total Attachments: 4			
source=Honeyville - Memorandum of Security Interest in Intellectual Property (April 21, 2020).pdf#page1.tif			
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OP \$90.00 2195903

**MEMORANDUM AND NOTICE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

April 21, 2020

HONEYVILLE, INC., a Utah corporation (“Debtor”), hereby acknowledges that it has granted to **ZIONS BANCORPORATION N.A.**, a national banking association (“Lender”), whose address is One South Main Street, Salt Lake City, UT 84133, a security interest in and to all of Debtor’s right, title and interest in and to the trademarks which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by Debtor (the “Trademarks”), together with the goodwill and assets of the business, as set forth in the Credit Agreement (as defined below).

The terms and conditions of the aforementioned security interest are contained in that certain Credit and Security Agreement dated as of April 21, 2020 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “Credit Agreement”), by and between Debtor and Lender, as security for the Obligations (as defined in the Credit Agreement) as set forth in the Credit Agreement and the other agreements referred to therein. Nothing contained in this Memorandum and Notice of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which Lender may have in any other collateral described in the Credit Agreement or otherwise.

The parties hereby agree that this Memorandum and Notice of Security Interest in Intellectual Property shall be governed by the laws of the State of Utah, without giving effect to any conflict of law principles except federal laws relating to national banks and Sections 12.14 and 12.15 of the Credit Agreement are hereby incorporated by reference. Debtor hereby authorizes the filing of this Memorandum and Notice of Security Interest in Intellectual Property with the United States Patent and Trademark Office.

[Signature Pages Follow]

IN WITNESS WHEREOF, the undersigned has duly executed this Memorandum and Notice of Security Interest in Intellectual Property as of the date first written above.

DEBTOR:

HONEYVILLE, INC., a Utah corporation

By: 

Name: Scott Burton

Title: Chief Financial Officer

MEMORANDUM OF SECURITY INTEREST IN INTELLECTUAL PROPERTY
(HONEYVILLE, INC.)
SIGNATURE PAGE

TRADEMARK
REEL: 006920 FRAME: 0196

ZIONS BANCORPORATION N.A., as Lender

By: T. Eggersten
Name: Todd Eggersten
Title: Director of Commercial Finance

EXHIBIT A
TRADEMARKS

<u>Trademark</u>	<u>Owner</u>	<u>Status in Trademark Office</u>	<u>Federal Registration No.</u>	<u>Registration Date</u>
HONEYVILLE	Honeyville, Inc.	Live	2195903	October 13, 1998
HONEYVILLE FARMS	Honeyville, Inc.	Live	2782828	November 11, 2003
FROM FARMS TO FAMILIES SINCE 1951	Honeyville, Inc.	Live	5117394	January 10, 2017

Exhibit A