

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM573341

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Assignment of Intellectual Property Security Agreements		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
PNC Bank, National Association, as Existing Agent		04/23/2020	Corporation: PENNSYLVANIA
RECEIVING PARTY DATA			
Name:	Lineage Bluebird Debtco, LLC, as Successor Agent		
Street Address:	46500 Humboldt Dr.		
City:	Novi		
State/Country:	MICHIGAN		
Postal Code:	48377		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 13			
Property Type	Number	Word Mark	
Registration Number:	3431743	MAINESOURCE	
Registration Number:	2687209	HIGHLAND ROAST	
Registration Number:	2247132	MAINESNET	
Registration Number:	2186406	FIRST CHOICE PROVIDER OF QUALITY FOODSER	
Registration Number:	2129901	MAINES PAPER & FOOD SERVICE	
Registration Number:	4209204	KEEPING IT KLEEN	
Registration Number:	4065923	RESTAURANT RESULTS	
Registration Number:	3981389	WYCKWYRE	
Registration Number:	4461208	CUSTOMER SUCCESS SPECIALIST	
Registration Number:	4784361	HIGHLAND'S FINEST	
Registration Number:	4667354	EAT BETTER. COOK LIKE A CHEF.	
Registration Number:	4767502	MAINES SERVISOLUTIONS	
Registration Number:	4484400	MAINES PRODUCE EXPRESS	
CORRESPONDENCE DATA			
Fax Number:	2138918763		
<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>			
Email:	rhonda.deleon@lw.com		
Correspondent Name:	Latham & Watkins LLP		
TRADEMARK			

OP \$340.00 3431743

Address Line 1: 355 South Grand Avenue
Address Line 4: Los Angeles, CALIFORNIA 90071-1560

ATTORNEY DOCKET NUMBER: 053552-0076

NAME OF SUBMITTER: Rhonda DeLeon

SIGNATURE: /Rhonda DeLeon/

DATE SIGNED: 04/23/2020

Total Attachments: 6

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ASSIGNMENT OF INTELLECTUAL PROPERTY
SECURITY AGREEMENTS

This **ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENTS** (this “**Assignment**”), dated as of April 23, 2020, is made by **PNC BANK, NATIONAL ASSOCIATION**, a national banking association, as agent (as the former agent, the “**Existing Agent**”) and **LINEAGE BLUEBIRD DEBT CO, LLC** (as the successor agent, together with its successors and assigns, the “**Successor Agent**”). Capitalized terms used but not defined herein have the meanings assigned to them in the Credit Agreement (as defined below).

RECITALS:

WHEREAS, Maines Paper & Food Service, Inc., a New York corporation, Restaurant Results, Inc., a Delaware corporation (collectively, the “**Grantors**”), and Existing Agent, among others, are parties to that certain Revolving Credit and Security Agreement, dated as of March 28, 2013 (as amended, modified, restated or supplemented from time to time, the “Credit Agreement”);

WHEREAS, pursuant to the Credit Agreement, the Grantors executed and delivered to the Existing Agent the intellectual property security agreements identified in Exhibit A attached hereto (as the same have been and may hereafter be amended, restated, supplemented or otherwise modified from time to time, collectively, the “**Agreements**”) pursuant to which the Grantors granted a security interest in and to the intellectual property identified in Exhibit B; and

WHEREAS, pursuant to that certain Agency Assignment Agreement, dated as of April 23, 2020, by and between Existing Agent and Successor Agent, Existing Agent absolutely and unconditionally granted, assigned, transferred, conveyed and delivered to the Successor Agent all of its rights, title, interest, duties and obligations in the Credit Agreement and all Other Documents.

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Existing Agent hereby assigns and transfers to Successor Agent and its successors and assigns, all of its rights, title and interest in and to the Agreements.

This Assignment may be executed in any number of counterparts, each of which when so executed shall be deemed an original and all of which taken together shall constitute one and the same instrument.

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IN WITNESS WHEREOF, Existing Agent and Successor Agent have caused this Assignment to be duly executed as of the date first above written.

EXISTING AGENT:

**PNC BANK, NATIONAL
ASSOCIATION**, as Existing Agent

By: _____

Name: James P. Sierakowski

Title: Duly Authorized Signatory

SUCCESSOR AGENT:

LINEAGE BLUEBIRD DEBT CO, LLC,
as Successor Agent

By: 

Name: Jason E. Burnett

Title: Executive Vice President

EXHIBIT A




Notice of Grant of Security Interest in Trademarks dated March 28, 2013 and recorded March 28, 2013 at Reel/Frame No. 4994/0185

Notice of Grant of Security Interest in Copyrights dated March 28, 2013 and recorded April 1, 2013 at V3628 D503

Notice of Grant of Security Interest in Trademarks dated August 10, 2017 and recorded August 16, 2017 at Reel/Frame No. 6130/0881

EXHIBIT B

Trademarks

Mark	International Class(es)	Application No Filing Date	Registration No Registration Date
MAINESOURCE	35	76657017 21-MAR-2006	3431743 20-MAY-2008
HIGHLAND ROAST	30	76188693 20-DEC-2000	2687209 11-FEB-2003
MAINESNET 	35	75323921 14-JUL-1997	2247132 25-MAY-1999
FIRST CHOICE PROVIDER OF QUALITY FOODSERVICE PRODUCTS AND SERVICES	35	75124737 24-JUN-1996	2186406 01-SEP-1998
MAINES PAPER & FOOD SERVICE 	35	75124736 24-JUN-1996	2129901 20-JAN-1998
KEEPING IT KLEEN 	37	85512424 10-JAN-2012	4209204 18-SEP-2012
RESTAURANT RESULTS	43	85176589 15-NOV-2010	4065923 06-DEC-2011
WYCKWYRE	35	85176575 15-NOV-2010	3981389 21-JUN-2011
CUSTOMER SUCCESS SPECIALIST	41	85807364 20-DEC-2012	4461208 07-JAN-2014
MAINES FOOD & PARTY WAREHOUSE ¹			
HIGHLAND'S FINEST	29, 30	86297665 02-JUN-2014	4784361 04-AUG-2015
EAT BETTER. COOK LIKE A CHEF.	35	86297632 02-JUN-2014	4667354 06-JAN-2015
MAINES SERVISOLUTIONS	35	86376773 26-AUG-2014	4767502 07-JUL-2015
MAINES PRODUCE EXPRESS	35	85967974 24-JUN-2013	4484400 18-FEB-2014

¹ NTD: This trademark was scheduled to the 2017 IP security agreement without any filing/registration details so security interest in favor of PNC Bank is not recorded against it.

Patents

None.

Copyrights

GRANTOR	COPYRIGHT	REGISTRATION NO.	REGISTRATION DATE
Maines Paper & Food Service, Inc.	In store delivery process; Computer Code	TXu001748266	1/31/2011