

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM582113

<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>
Certified Origins, Inc.		06/19/2019	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Bank of America, N.A., as Agent		
<b>Street Address:</b>	333 S. Hope Street, 13th Floor		
<b>City:</b>	Los Angeles		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	90071		
<b>Entity Type:</b>	National Banking Association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	78973447	BELLUCCI	
<b>Serial Number:</b>	86834526	BELLUCCI	
<b>Serial Number:</b>	87468734	ROOTIE	
<b>Serial Number:</b>	87818183	ROOTIE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	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>			
<b>Phone:</b>	213-457-9854		
<b>Email:</b>	ksaltrick@mcguirewoods.com		
<b>Correspondent Name:</b>	McGuireWoods LLP		
<b>Address Line 1:</b>	355 S. Grand Avenue, Suite 4200		
<b>Address Line 2:</b>	Attention: Y.Lee, Esq.		
<b>Address Line 4:</b>	Los Angeles, CALIFORNIA 90071		
<b>NAME OF SUBMITTER:</b>	Yoojin Lee		
<b>SIGNATURE:</b>	/S/ Yoojin Lee		
<b>DATE SIGNED:</b>	06/19/2020		
<b>Total Attachments: 4</b>			
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**MEMORANDUM AND NOTICE OF SECURITY INTEREST  
IN INTELLECTUAL PROPERTY**

**June 19, 2020**

**CERTIFIED ORIGINS, INC.**, a Delaware corporation ("Debtor") hereby acknowledges that it has granted to **BANK OF AMERICA, N.A.**, a national banking association ("Agent"), as Agent under the Loan Agreement referred to below, whose address is Bank of America, N.A., 333 S. Hope Street, Los Angeles, California 90071, a security interest in and to all of Debtor's right, title and interest in and to the trademarks and trademark registrations which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by the applicable Debtor (the "Trademarks"), together with the goodwill and assets of the business, as set forth in the Loan Documents (as defined below).

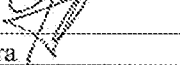
The terms and conditions of the aforementioned security interest are contained in that certain Loan and Security Agreement dated as of the date hereof (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Loan Agreement") by and among Debtor, the financial institutions party thereto from time to time as Lenders and Agent, for the benefit of Agent, as security for the Obligations (as defined in the Loan Agreement) as set forth in the Loan Agreement. 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 Agent may have in any other collateral described in the Loan Agreement or otherwise.

The parties hereby agree that this Memorandum and Notice of Security Interest in Intellectual Property and all claims shall be governed by the law of the State of New York, without giving effect to any conflict of law principles except federal laws relating to national banks and Sections 14.14, 14.15 and 14.16 of the Loan 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.

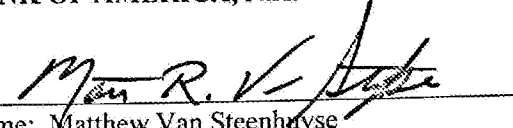
*[Signature Pages Follow]*

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.

**CERTIFIED ORIGINS, INC.,**  
a Delaware corporation

By:   
Name: Gerard Jara  
Title: President

**BANK OF AMERICA, N.A.**

By:   
Name: Matthew Van Steenhayse  
Title: Senior Vice President

MEMORANDUM AND NOTICE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY  
(CERTIFIED ORIGINS)  
SIGNATURE PAGE

**TRADEMARK**  
**REEL: 006974 FRAME: 0702**

EXHIBIT A

TRADEMARKS

<u>Debtor</u>	<u>Trademark</u>	<u>App/ Serial No.</u>	<u>Filing Date</u>	<u>Federal Registration No.</u>
Certified Origins, Inc.	BELLUCCI	78973447	09/13/2006	3232048
Certified Origins, Inc.	BELLUCCI	86834526	11/30/2015	5020987
Certified Origins, Inc.	ROOTIE ROOT	87468734	5/30/2017	
Certified Origins, Inc.	ROOTIE ROOT	87818183	3/2/2018	

Exhibit A