

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM616493

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Termination and Release of Security Interest in Trademarks recorded at Reel 6688/Frame 0194

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A.		12/23/2020	National Banking Association: UNITED STATES

RECEIVING PARTY DATA

Name:	Grimmway Enterprises, Inc.
Street Address:	6900 Mountain View Road
City:	Bakersfield
State/Country:	CALIFORNIA
Postal Code:	93307
Entity Type:	Corporation: CALIFORNIA

PROPERTY NUMBERS Total: 32

Property Type	Number	Word Mark
Registration Number:	5585423	CAL-ORGANIC
Registration Number:	5294317	GRIMMWAY FARMS A FAMILY OF GROWING COMPA
Registration Number:	4905053	GROWN WITH PRIDE AND INTEGRITY
Registration Number:	4878803	TRUE ORGANIC
Registration Number:	4731091	HONESTLY ORGANIC
Registration Number:	4679070	
Registration Number:	4678184	BLENDED BLUE
Registration Number:	4678183	BUNCHED GREENS
Registration Number:	4638602	TRUE GRIMMWAY FARMS
Registration Number:	4336242	SIMPLY DELICIOUS CARROT CREATIONS
Registration Number:	4303913	JUST CRUNCH 'EM
Registration Number:	3679142	CAL-ORGANIC FARMS HEALTHY BY CHOICE SINC
Registration Number:	3611768	KING PAK
Registration Number:	3609528	COLORSHRED
Registration Number:	3258089	GRIMMWAY FARMS A FAMILY OF GROWING COMPA
Registration Number:	3020482	ORGANIC BUNNY-LUV
Registration Number:	2790476	CALIFORNIA'S CARROT EXPRESS
Registration Number:	2736795	RUBY RED

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TRADEMARK

Property Type	Number	Word Mark
Registration Number:	2736794	GOLD PAK
Registration Number:	2734906	HI-LIFE
Registration Number:	2724368	CARROTEENIES
Registration Number:	2707267	NEAT. SWEET. READY TO EAT.
Registration Number:	2649352	ORGANICALLY GROWN WITH PRIDE AND INTEGRI
Registration Number:	2594075	KING PAK
Registration Number:	2577790	BUNNY-MUNCH
Registration Number:	2527165	BUNNY-LUV
Registration Number:	2255010	CARROT DIPPERS
Registration Number:	2205828	GF GRIMMWAY FARMS
Registration Number:	2067886	CAL-ORGANIC FARMS HEALTHY BY CHOICE
Registration Number:	1947928	GRIMMWAY FARMS
Registration Number:	1313734	BUNNY-LUV
Registration Number:	0955852	

CORRESPONDENCE DATA

Fax Number: 9494754754

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: 949-451-3800

Email: skann@gibsondunn.com

Correspondent Name: Stephanie Kann

Address Line 1: 3161 Michelson Drive

Address Line 2: Gibson, Dunn & Crutcher LLP

Address Line 4: Irvine, CALIFORNIA 92612

ATTORNEY DOCKET NUMBER: 36763-00001

NAME OF SUBMITTER: Stephanie Kann

SIGNATURE: /stephanie kann/

DATE SIGNED: 12/23/2020

Total Attachments: 4

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**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARKS**

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**, dated as of December 23, 2020 ("Release"), is made by Bank of America, N.A., as Administrative Agent ("Administrative Agent") in favor of Grimmway Enterprises, Inc., a California corporation ("Obligor").

WHEREAS, pursuant to that certain Security and Pledge Agreement dated as of July 3, 2019 (as amended, modified, extended or restated from time to time, the "Security Agreement") by and among the Obligor, Administrative Agent, and others party thereto, Obligor granted to the Administrative Agent, for the benefit of the holders of the Secured Obligations ("Secured Parties"), a continuing security interest in, and a right to set off against, any and all right, title and interest of Obligor in and to all Trademarks, Trademark Licenses, and Proceeds of the foregoing (collectively, "Trademark Collateral"); and

WHEREAS, pursuant to the Security Agreement, Obligor executed and delivered to Administrative Agent, for the benefit of the Secured Parties, the Notice of Grant of Security Interest in Trademarks recorded at the United States Patent and Trademark Office ("USPTO") on July 8, 2019 at Reel 6688 Frame 0194 ("Notice").

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Administrative Agent, on behalf of the Secured Parties, and Obligor agree as follows:

SECTION 1. Defined Terms. All capitalized terms used herein but not otherwise defined herein have the meanings given to them in the Security Agreement or Notice.

SECTION 2. Termination and Release. Administrative Agent, on behalf of the Secured Parties, without representation, warranty, or recourse, hereby:

(a) terminates, cancels, discharges, and releases the continuing security interest in, and a right to set off against, any and all right, title and interest of Obligor in and to all Trademark Collateral, including, but not limited to, the foregoing listed on Schedule A attached hereto, granted pursuant to the Security Agreement or Notice; and

(b) authorizes the recordation of this Release with the USPTO at Obligor's expense.

SECTION 3. Choice of Law. This Release shall be governed by and construed in accordance with the laws of the State of New York.

IN WITNESS WHEREOF, the Administrative Agent, on behalf of the Secured Parties, has caused this Termination and Release of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Administrative Agent:

Bank of America, N.A., as Administrative Agent

By: 

Name: Brion Francom

Title: Senior Vice President

Schedule A

Grimmway Enterprises, Inc.
(California Corporation)

U.S. Trademarks Subject to Security Interest
Granted by Grimmway Enterprises, Inc.
In Favor of Bank of America, N.A., as Administrative Agent
Recorded July 8, 2019 at Reel 6688 Frame 0194

Trademark Registrations

Mark	Reg. No.	Reg. Date
CAL-ORGANIC	5585423	10/16/18
GRIMMWAY FARMS A FAMILY OF GROWING COMPANIES and Design	5294317	09/26/17
GROWN WITH PRIDE AND INTEGRITY	4905053	02/23/16
TRUE ORGANIC	4878803	12/29/15
HONESTLY ORGANIC	4731091	05/05/15
Design Only	4679070	01/27/15
BLENDED BLUE	4678184	01/27/15
BUNCHED GREENS	4678183	01/27/15
TRUE GRIMMWAY FARMS	4638602	11/11/14
SIMPLY DELICIOUS CARROT CREATIONS	4336242	05/14/13
JUST CRUNCH 'EM	4303913	03/19/13
CAL-ORGANIC FARMS HEALTHY BY CHOICE SINCE 1984 and Design	3679142	09/08/09
KING PAK and Design	3611768	04/28/09
COLORSHRED	3609528	04/21/09
GRIMMWAY FARMS A FAMILY OF GROWING COMPANIES	3258089	07/03/07
ORGANIC BUNNY-LUV and Design	3020482	11/29/05
CALIFORNIA'S CARROT EXPRESS	2790476	12/09/03
RUBY RED	2736795	07/15/03
GOLD PAK	2736794	07/15/03
HI-LIFE	2734906	07/08/03
CARROTEENIES	2724368	06/10/03
NEAT. SWEET. READY TO EAT.	2707267	04/15/03
ORGANICALLY GROWN WITH PRIDE AND INTEGRITY	2649352	11/12/02
KING PAK and Design	2594075	07/16/02
BUNNY-MUNCH	2577790	06/11/02
BUNNY-LUV and Design	2527165	01/08/02
CARROT DIPPERS	2255010	06/22/99
GF GRIMMWAY FARMS and Design	2205828	11/24/98
CAL-ORGANIC FARMS HEALTHY BY CHOICE and Design	2067886	06/03/97
GRIMMWAY FARMS	1947928	01/16/96
BUNNY-LUV (Stylized)	1313734	01/08/85

Design Only	0955852	03/20/73
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