

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM640922

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Aqua Star (USA), Corp.		04/21/2021	Corporation: WASHINGTON
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Agent		
Street Address:	800 5th Avenue, Floor 36		
City:	Seattle		
State/Country:	WASHINGTON		
Postal Code:	98104-3176		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 30			
Property Type	Number	Word Mark	
Serial Number:	90547573	#1 CLASSIC LOBSTER BISQUE	
Serial Number:	86410880		
Serial Number:	90211493	100 POINT	
Serial Number:	87948946	AQUA GOLD	
Serial Number:	88235972	AQUA STAR SMART SEAFOOD	
Serial Number:	86592378	AQUA STAR SMART SEAFOOD SAUTÉS	
Serial Number:	88344631	AQUACHIPS	
Serial Number:	88344621	AQUASNACKS	
Serial Number:	88762035	AQUASTAR WORLD CUISINE	
Serial Number:	85972750	BATTER CRUNCH	
Serial Number:	88344655	CODDOCK	
Serial Number:	86557643	CONTESSA RESERVE	
Serial Number:	87470526	CUTTING BOARD	
Serial Number:	87857315	ECOCATCH	
Serial Number:	86957126	ECOCATCH	
Serial Number:	88169097	FRESH THINKING	
Serial Number:	87081809	GREENER CLEAN	
Serial Number:	86192160	HARVEST GRAIN	
Serial Number:	88706058	IF YOU CAN FRY AN EGG, YOU CAN COOK SEAF	

OP \$765.00 90547573

Property Type	Number	Word Mark
Serial Number:	88276851	LEADERSHIP WITH PARTNERSHIP
Serial Number:	87051006	LOVE FOOD NATURALLY
Serial Number:	77780980	MARKESA
Serial Number:	88344670	MICROSTEAM
Serial Number:	88798155	MICROSTEAM À LA CARTE
Serial Number:	86535019	PRODUCED IN AMERICA
Serial Number:	88312559	SEACUTERIE
Serial Number:	88151210	SMART EATING
Serial Number:	87438651	WILD PATAGONIAN PINK
Serial Number:	87438587	WILD PATAGONIAN PINK SHRIMP
Serial Number:	77597226	ZERO OFF

CORRESPONDENCE DATA

Fax Number: 7044448847

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: 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:	04/21/2021

Total Attachments: 6

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

April 21, 2021

AQUA STAR (USA), CORP., a Washington corporation ("Debtor"), hereby acknowledges that it has granted to **BANK OF AMERICA, N.A.**, as agent for the Lenders party to the Loan Agreement (in such capacity, "Agent"), whose address is 800 5th Avenue, Floor 36 Seattle, WA 98104-3176, a security interest in and to all of Debtor's right, title and interest in and to (1) the patents which are identified on Exhibit A attached hereto and herein incorporated by this reference owned a Debtor (the "Patents"), and (2) trademarks which are identified on Exhibit B attached hereto and herein incorporated by this reference owned by a Debtor (the "Trademarks"), together with the goodwill and assets of the business, as set forth in the Loan Agreement (as defined below).

The terms and conditions of the aforementioned security interest are contained in that certain Amended and Restated 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, inter alia, Debtor, as the borrower, the Lenders and the Agent, as security for the Obligations as set forth in the Loan 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 Agent may have in any other collateral described in the Loan Agreement or otherwise. Capitalized terms that are not defined herein shall have the meaning ascribed thereto in the Loan Agreement.

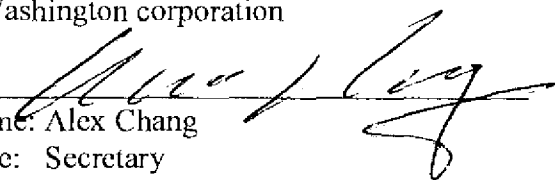
The parties hereby agree that this Memorandum and Notice of Security Interest in Intellectual Property shall be governed by the laws of the State of California, without giving effect to any conflict of law principles except federal laws relating to national banks and Sections 14.13 and 14.14 of the Loan 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]

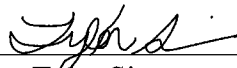
IN WITNESS WHEREOF, the undersigned has duly executed this Memorandum and Notice of Security Interest in Intellectual Property as of the date first written above.

DEBTOR:

AQUA STAR (USA), CORP.,
a Washington corporation

By: 
Name: Alex Chang
Title: Secretary

BANK OF AMERICA, N.A.,
as Agent

By:  _____
Name: Tyler Sims
Title: Senior Vice President

MEMORANDUM OF SECURITY INTEREST IN INTELLECTUAL PROPERTY
(AQUA STAR)
SIGNATURE PAGE

TRADEMARK
REEL: 007265 FRAME: 0781

EXHIBIT A

US PATENTS

None.

EXHIBIT B

US TRADEMARKS

Trademark/ Brand	Serial No.	Filing date	Registration No.	Registration date	Registrant/Owners	Status
US #1 CLASSIC LOBSTER BISQUE	90547573	2/25/2021			AQUA STAR (USA), CORP.	Pending
US (design only)	86410880	9/30/2014	5152931	2/28/2017	AQUA STAR (USA), CORP.	Live
US 100 POINT	90211493	9/25/2020			AQUA STAR (USA), CORP.	Pending
US AQUA GOLD	87948946	6/5/2018	5771210	6/4/2019	AQUA STAR (USA), CORP.	Live
US AQUA STAR SMART SEAFOOD	88235972	12/19/2018	5775676	6/11/2019	AQUA STAR (USA), CORP.	Live
US AQUA STAR SMART SEAFOOD SAUTES	86592378	4/9/2015	5237518	7/4/2017	AQUA STAR (USA), CORP.	Live
US AQUACHIPS	88344631	3/18/2019			AQUA STAR (USA), CORP.	Pending
US AQUASNACKS	88344621	3/18/2019			AQUA STAR (USA), CORP.	Pending
US AQUASTAR WORLD CUISINE	88762035	1/16/2020			AQUA STAR (USA), CORP.	Pending
US BATTER CRUNCH	85972750	6/28/2013	4646027	11/25/2014	AQUA STAR (USA), CORP.	Live
US CODDOCK	88344655	3/18/2019			AQUA STAR (USA), CORP.	Pending
US CONTESSA RESERVE	86557643	3/9/2015	5241918	7/11/2017	AQUA STAR (USA), CORP.	Live
US CUTTING BOARD	87470526	5/31/2017	5782287	6/18/2019	AQUA STAR (USA), CORP.	Live
US ECOATCH	87857315	3/30/2018	5770965	6/4/2019	AQUA STAR (USA), CORP.	Live
US ECOATCH	86957126	3/29/2016	5763845	5/28/2019	AQUA STAR (USA), CORP.	Live
US FRESH THINKING	88169097	10/25/2018			AQUA STAR (USA), CORP.	Pending
US GREENER CLEAN	87081809	6/23/2016	5150118	2/28/2017	AQUA STAR (USA), CORP.	Live
US HARVEST GRAIN	86192160	2/14/2014	4683821	2/10/2015	AQUA STAR (USA), CORP.	Live
US IF YOU CAN FRY AN EGG, YOU CAN COOK SEAFOOD	88706058	11/25/2019			AQUA STAR (USA), CORP.	Pending
US LEADERSHIP WITH PARTNERSHIP	88276851	1/25/2019			AQUA STAR (USA), CORP.	Pending
US LOVE FOOD NATURALLY	87051006	5/26/2016	5487147	6/5/2018	AQUA STAR (USA), CORP.	Live

Trademark/ Brand	Serial No.	Filing date	Registration No.	Registration date	Registrant/Owners	Status
US MARKESA	77780980	7/14/2009	3749711	2/16/2010	AQUA STAR (USA), CORP.	Live
US MICROSTEAM	88344670	3/18/2019	6180910	10/20/2020	AQUA STAR (USA), CORP.	Live
US MICROSTEAM À LA CARTE	88798155	2/14/2020			AQUA STAR (USA), CORP.	Pending
US PRODUCED IN AMERICA	86535019	2/13/2015	4953848	5/10/2016	AQUA STAR (USA), CORP.	Live
US SEACUTERIE	88312559	2/22/2019			AQUA STAR (USA), CORP.	Pending
US SMART EATING	88151210	10/11/2018			AQUA STAR (USA), CORP.	Pending
US WILD PATAGONIAN PINK	87438651	5/5/2017	5440071	4/3/2018	AQUA STAR (USA), CORP.	Live
US WILD PATAGONIAN PINK SHRIMP	87438587	5/5/2017	5440070	4/3/2018	AQUA STAR (USA), CORP.	Live
US ZERO OFF	77597226	10/21/2008	3835742	8/17/2010	AQUA STAR (USA), CORP.	Live

TRADEMARK

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RECORDED: 04/21/2021