

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM648125

| | |
|------------------------------|-------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | SECURITY INTEREST |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---|----------|----------------|-------------------------------------|
| AGRIBUSINESS HOLDINGS LIMITED PARTNERSHIP | | 05/19/2021 | Limited Partnership: OREGON |
| BRIDGEWELL AGRIBUSINESS LLC | | 05/19/2021 | Limited Liability Company: OREGON |
| ROSTI LLC | | 05/19/2021 | Limited Liability Company: OREGON |
| BWAB CANADA ULC | | 05/19/2021 | Unlimited Liability Company: CANADA |
| BWAB HOLDINGS, LLC | | 05/19/2021 | Limited Liability Company: OREGON |
| BWBV, LLC | | 05/19/2021 | Limited Liability Company: OREGON |
| L2M, LLC | | 05/19/2021 | Limited Liability Company: OREGON |
| ROSTI HOLDINGS, LLC | | 05/19/2021 | Limited Liability Company: OREGON |

RECEIVING PARTY DATA

| | |
|------------------------|---|
| Name: | BANK OF AMERICA, N.A. |
| Street Address: | 333 S. Hope Street |
| City: | Los Angeles |
| State/Country: | CALIFORNIA |
| Postal Code: | 90071 |
| Entity Type: | National Banking Association: UNITED STATES |

PROPERTY NUMBERS Total: 30

| Property Type | Number | Word Mark |
|-----------------------------|---------|--|
| Registration Number: | 6103816 | BLOSSOM |
| Registration Number: | 4939887 | BLOSSOM VINEGARS THE ORIGINAL FRUITED VI |
| Registration Number: | 4237501 | COCOTILLAS |
| Registration Number: | 5799359 | COCOTILLAS |
| Registration Number: | 6124755 | |
| Registration Number: | 5916927 | GREATNESS FROM LESS INGREDIENTS |
| Registration Number: | 6070099 | GROWBASICS |

TRADEMARK

| Property Type | Number | Word Mark |
|----------------------|----------|---------------------------------|
| Registration Number: | 6075590 | GROWBASICS |
| Registration Number: | 5915874 | NATURAL IS ALWAYS IN SEASON |
| Registration Number: | 6034406 | NATURAL IS ALWAYS IN SEASON |
| Registration Number: | 5934281 | NATURAL IS ALWAYS IN SEASON |
| Registration Number: | 5405917 | OTHER FOODS |
| Registration Number: | 2725324 | PAR4 |
| Registration Number: | 5331607 | PRASADA |
| Registration Number: | 5575712 | PRASADA |
| Registration Number: | 5765408 | PRASADA |
| Registration Number: | 5909321 | PRASADA |
| Registration Number: | 6124280 | PRASADA |
| Registration Number: | 6131245 | PRASADA |
| Registration Number: | 5765414 | PRASADA |
| Registration Number: | 5927654 | PRASADA |
| Registration Number: | 6131246 | PRASADA |
| Registration Number: | 6302351 | ÜRÖSTI |
| Registration Number: | 6341983 | GREATNESS FROM LESS INGREDIENTS |
| Registration Number: | 6342977 | GREATNESS FROM LESS INGREDIENTS |
| Serial Number: | 88813641 | |
| Serial Number: | 90631998 | PLUCKEE |
| Serial Number: | 88019764 | NATURAL IS ALWAYS IN SEASON |
| Serial Number: | 87890919 | NATURAL IS ALWAYS IN SEASON |
| Serial Number: | 88813686 | GREATNESS FROM LESS INGREDIENTS |

CORRESPONDENCE DATA

Fax Number:

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.

Email: lvincent@mcguirewoods.com

Correspondent Name: Stephanie A. Martinez

Address Line 1: 800 East Canal Street

Address Line 2: #1800

Address Line 4: Richmond, VIRGINIA 23219

| | |
|---------------------------|----------------------|
| NAME OF SUBMITTER: | Stephanie Martinez |
| SIGNATURE: | /Stephanie Martinez/ |
| DATE SIGNED: | 05/19/2021 |

Total Attachments: 9

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

Dated as of: May 19, 2021

AGRIBUSINESS HOLDINGS LIMITED PARTNERSHIP, an Oregon limited partnership ("Agribusiness Holdings"), BRIDGEWELL AGRIBUSINESS LLC, an Oregon limited liability company ("Bridgewell Agribusiness"), ROSTI LLC, an Oregon limited liability company ("Rosti"; together with Agribusiness Holdings, Bridgewell Agribusiness, and any other person joined as Borrower under the Loan Agreement, each a "Borrower" and collectively "Borrowers"), BWAB CANADA ULC, an unlimited liability company incorporated in the Province of British Columbia, Canada ("Canadian Guarantor"), BWAB HOLDINGS, LLC, an Oregon limited liability company ("BWAB Holdings"), BWBV, LLC, an Oregon limited liability company ("BWBV"), L2M, LLC, an Oregon limited liability company ("L2M"), ROSTI HOLDINGS, LLC, an Oregon limited liability company ("Rosti Holdings"; together with Canadian Guarantor, BWAB Holdings, BWBV, L2M, and any other person joined as a Guarantor under the Loan Agreement, each a "Guarantor" and collectively "Guarantors"; and together with the Borrowers, each a "Debtor" and collectively "Debtor") hereby acknowledges that it has granted to BANK OF AMERICA, N.A., a national banking association ("Lender"), whose address is 333 S. Hope Street, 19th Floor, Los Angeles, California 90071, 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"), and a security interest in and to all of Debtor's right, title and interest in and to the patents which are identified on Exhibit B attached hereto and herein incorporated by this reference owned by Debtor (the "Patents"), 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 Loan, Guaranty 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 Lender, 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 Lender may have in any other collateral described in the Loan Agreement or otherwise. Capitalized terms that are undefined herein have the meanings 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 New York, 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 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 and the Canadian Intellectual Property Office.

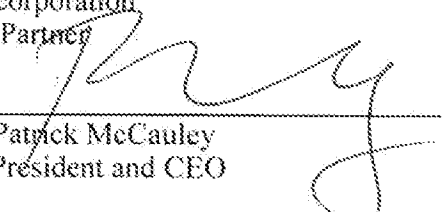
[Remainder of page intentionally left blank; signature pages follow.]

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.

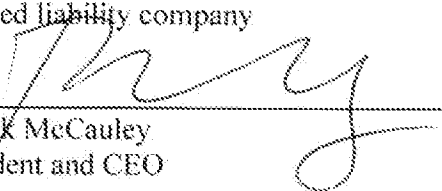
DEBTOR:

AGRIBUSINESS HOLDINGS LIMITED PARTNERSHIP, an Oregon limited partnership

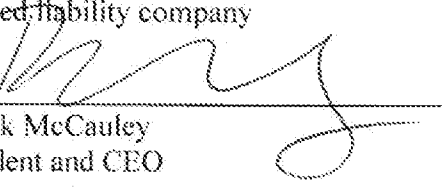
By: BRIDGEWELL MANAGEMENT CO., an Oregon corporation
Title: General Partner

By: 
Name: Patrick McCauley
Title: President and CEO

BIDGEWELL AGRIBUSINESS LLC, an Oregon limited liability company

By: 
Name: Patrick McCauley
Title: President and CEO

ROSTI LLC, an Oregon limited liability company

By: 
Name: Patrick McCauley
Title: President and CEO

BWAB CANADA ULC,

an unlimited liability company incorporated in the
Province of British Columbia, Canada

By: _____

Name: Patrick McCauley

Title: President and CEO

BWAB HOLDINGS, LLC,

an Oregon limited liability company

By: _____

Name: Patrick McCauley

Title: President and CEO

BWBV, LLC,

an Oregon limited liability company

By: _____

Name: Patrick McCauley

Title: President and CEO

L2M, LLC,

an Oregon limited liability company

By: _____

Name: Patrick McCauley

Title: President and CEO

ROSTI HOLDINGS, LLC,

an Oregon limited liability company

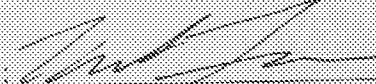
By: _____

Name: Patrick McCauley

Title: President and CEO

LENDER:

BANK OF AMERICA, N.A., as Lender

By: 


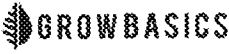
Name: Kurt Fuess

Title: Vice President

EXHIBIT A
TRADEMARKS

U.S. Federal Trademarks

Registrations

| Trademark | Image (if applicable) | Owner | Status in Trademark Office | Registration No. | Registration Date |
|--|---|-----------------------------------|---|-----------------------------|------------------------------|
| BLOSSOM | | BWBV, LLC | Registered | 6103816 | Jul 14 2020 |
| BLOSSOM VINEGARS THE ORIGINAL FRUITED VINEGARS | | BWBV, LLC | Registered | 4939887 | Apr 19 2016 |
| COCOTILLAS | | Bridgewell Agribusiness LLC | Registered | 4237501 | Nov 6 2012 |
| COCOTILLAS (stylized) | Cocotillas | Bridgewell Agribusiness LLC | Registered | 5799359 | Jul 9 2019 |
| Design (Prasada lotus) |  | Bridgewell Agribusiness LLC | Registered | 6124755 | Aug 11 2020 |
| GREATNESS FROM LESS INGREDIENTS | | Bridgewell Agribusiness LLC | Registered | 5916927 | Nov 19 2019 |
| GROWBASICS | | Bridgewell Agribusiness LLC | Registered | 6070099 | Jun 2 2020 |
| GROWBASICS & Design |  | Bridgewell Agribusiness LLC | Registered | 6075590 | Jun 9 2020 |
| NATURAL IS ALWAYS IN SEASON | | Bridgewell Agribusiness LLC | Registered | 5915874 | Nov 19 2019 |
| NATURAL IS ALWAYS IN SEASON | | Bridgewell Agribusiness LLC | Registered | 6034406 | Apr 14 2020 |




| Trademark | Image (if applicable) | Owner | Status in Trademark Office | Registration No. | Registration Date |
|--|---|-----------------------------------|----------------------------------|---------------------|----------------------|
| NATURAL IS ALWAYS IN SEASON & Design |  | Bridgewell Agribusiness LLC | Registered | 5934281 | Dec 10 2019 |
| OTHER FOODS | | Other Foods, LLC | Registered | 5405917 | Feb 20 2018 |
| PAR4 | | Bridgewell Agribusiness LLC | Registered | 2725324 | Jun 10 2003 |
| PRASADA | | Bridgewell Agribusiness LLC | Registered | 5331607 | Nov 7 2017 |
| PRASADA | | Bridgewell Agribusiness LLC | Registered | 5575712 | Oct 2 2018 |
| PRASADA | | Bridgewell Agribusiness LLC | Registered | 5765408 | May 28 2019 |
| PRASADA | | Bridgewell Agribusiness LLC | Registered | 5909321 | Nov 12 2019 |
| PRASADA | | Bridgewell Agribusiness LLC | Registered | 6124280 | Aug 11 2020 |
| PRASADA | | Bridgewell Agribusiness LLC | Registered | 6131245 | Aug 18 2020 |
| PRASADA & Design |  | Bridgewell Agribusiness LLC | Registered | 5765414 | May 28 2019 |
| PRASADA & Design |  | Bridgewell Agribusiness LLC | Registered | 5927654 | Dec 3 2019 |
| PRASADA & Design |  | Bridgewell Agribusiness LLC | Registered | 6131246 | Aug 18 2020 |

Exhibit A

TRADEMARK
REEL: 007299 FRAME: 0204

| Trademark | Image (if applicable) | Owner | Status in Trademark Office | Registration No. | Registration Date |
|---|---|-----------------------------------|----------------------------------|---------------------|----------------------|
| UROSTI (Stylized) & Design |  | Rosti LLC | Registered | 6302351 | Mar 23 2021 |
| GREATNESS FROM LESS INGREDIENTS | | Bridgewell Agribusiness LLC | Registered | 6341983 | May 4, 2021 |
| GREATNESS FROM LESS INGREDIENTS & Design (barn) |  | Bridgewell Agribusiness LLC | Registered | 6342977 | May 4, 2021 |

Applications


| Trademark | Image (if applicable) | Owner | Jurisdiction | Status in Trademark Office | Application No. |
|--|---|-----------------------------------|-----------------------------|----------------------------------|--------------------|
| Design (Prasada lotus) |  | Bridgewell Agribusiness LLC | United States of America | Pending | 88813641 |
| PLUCKEE & Design |  | Bridgewell Agribusiness LLC | United States of America | Pending | 90631998 |
| NATURAL IS ALWAYS IN SEASON & Design |  | Bridgewell Agribusiness LLC | United States of America | Pending | 88019764 |
| NATURAL IS ALWAYS IN SEASON | | Bridgewell Agribusiness LLC | United States of America | Pending | 87890919 |
| GREATNESS FROM LESS INGREDIENTS & Design (barn) |  | Bridgewell Agribusiness LLC | United States of America | Pending | 88813686 |

Exhibit A

TRADEMARK
REEL: 007299 FRAME: 0205

Other Trademarks

State Trademarks

| Trademark | Jurisdiction | Status | Registration No. | Registration Date |
|---------------|--------------|------------|------------------|-------------------|
| CLACKAMASOILS | Oregon | Registered | 46238 | Dec 17 2016 |
| CLACKAMASOILS | Washington | Registered | 59529 | Dec 12 2016 |

Canadian Trademarks


| Trademark | Image (if applicable) | Owner | Jurisdiction | Status in Trademark Office | Application No. |
|------------------|---|-----------------------------------|--------------|----------------------------------|--------------------|
| PRASADA | | Bridgewell Agribusiness LLC | Canada | Pending | 1885994 |
| PRASADA & Design |  | Bridgewell Agribusiness LLC | Canada | Pending | 1885993 |

EXHIBIT B

PATENTS

U.S. Federal Patents:

| <u>Patent</u> | <u>Owner</u> | <u>Status in Patent Office</u> | <u>Federal Registration No.</u> | <u>Registration Date</u> |
|--------------------------|---------------------|---|--|-------------------------------------|
| Stuffed Fritter | Rosti LLC | Granted | D890,466 | July 1, 2020 |
| Stuffed Fritter Foods | Rosti LLC | Pending application | App. No. 16363605 | N/A |

Exhibit B