

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM659941

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
PAPERCHEF INC.		07/12/2021	Corporation: CANADA
RECEIVING PARTY DATA			
Name:	Scott Miller		
Street Address:	1419 Woodland St.		
City:	Nashville		
State/Country:	TENNESSEE		
Postal Code:	37206		
Entity Type:	INDIVIDUAL: CANADA		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Registration Number:	3924154	CHEFPAPEL	
Registration Number:	3881820	CULINARY PAPERS	
Registration Number:	3881819	CULINARY PARCHMENT	
Registration Number:	3857853	PAPERCHEF	
Registration Number:	4453113	THE ART OF COOKING WITH PARCHMENT	
Registration Number:	5971967	P CULINARY PARCHMENT	
Registration Number:	5988631	PAPERCHEF THE ART OF COOKING WITH PARCHM	
CORRESPONDENCE DATA			
Fax Number:	6462187665		
<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>			
Phone:	6462187605		
Email:	nfriedma@hodgsonruss.com		
Correspondent Name:	Neil B Friedman		
Address Line 1:	605 3rd Avenue, Suite 2300		
Address Line 2:	HODGSON RUSS LLP		
Address Line 4:	New York, NEW YORK 10158		
ATTORNEY DOCKET NUMBER:	1472 paperchef		
NAME OF SUBMITTER:	Neil B Friedman		
SIGNATURE:	/Neil B Friedman/		

OP \$190.00 3924154

DATE SIGNED:	07/14/2021
Total Attachments: 3 source=Paperchef_Miller - Shortform IP Security Agreement#page1.tif source=Paperchef_Miller - Shortform IP Security Agreement#page2.tif source=Paperchef_Miller - Shortform IP Security Agreement#page3.tif	

THE LIENS, SECURITY INTERESTS, ASSIGNMENTS AND/OR OTHER ENCUMBRANCES GRANTED BY THIS DOCUMENT IS SUBORDINATE TO CERTAIN OTHER LIENS, PURSUANT TO THE TERMS OF A SUBORDINATION AGREEMENT DATED AS OF JULY 1, 2021, AS SUCH AGREEMENT MAY FROM TIME TO TIME BE AMENDED, RESTATED OR OTHERWISE MODIFIED (OR ANY SUCCESSOR AGREEMENT WHICH REPLACES AND REFERENCES SUCH AGREEMENT).

SHORT-FORM INTELLECTUAL PROPERTY SECURITY AGREEMENT

July 12, 2021

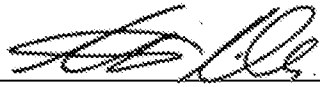
WHEREAS, Paperchef Inc., a corporation organized and existing under the laws of the Province of Ontario and having an address of 104 Crockford Blvd., Suite 204, Scarborough, ON M1R 3C3, Canada (the "Grantor") has adopted, used and is using the trademarks listed on the annexed Schedule 1, which trademarks are registered in the United States Patent and Trademark Office ("USPTO") (hereinafter the "Trademarks"); entered into a General Security Agreement dated as of July 1, 2021 (as modified from time to time, the "Security Agreement"), in which the Grantor has granted certain interests in connection with the Trademarks adopted, used, and owned by Grantor that are used in connection with Grantor's business and such trademarks which shall become owned by Grantor in the future in favor of Mr. Scott Miller ("Secured Party"); and

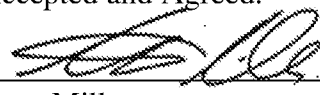
WHEREAS, pursuant to that certain Subordination Agreement among Secured Party, PNC Bank, National Association, as agent ("Agent") for the lenders party to the Credit Agreement (as defined therein), PNC Equipment Finance, LLC, Grantor, Paperchef LLC, and Paperchef Global Inc. (the "Subordination Agreement"), Secured Party's security interest in the Grantor's Trademarks is subordinate to the rights of the Agent on behalf of the lenders under the Credit Agreement and PNC Equipment Finance, LLC;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantor hereby grants and confirms the grant, as applicable, to the Secured Party, to the extent provided in the Security Agreement (the terms and conditions of which are hereby incorporated herein) and the Subordination Agreement, a security interest and hypothec in all of its right, title and interest in, to and under all the Trademarks whether now owned or at any time hereafter acquired, of the Grantor issued by, or for which applications have been filed with, the USPTO, including the Trademarks on the attached Schedule 1, and all related applications and registrations therefor and the goodwill of the business symbolized by the Trademarks, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement of the thereof, as collateral security for the prompt and complete payment and performance when due of all the Secured Obligations (as defined in the Security Agreement) (provided that no security interest shall be granted in United States intent-to-use trademark applications to the extent that, and solely during the period in which, the grant of a security interest therein would impair the validity or enforceability of such intent-to-use trademark applications under applicable federal law). Notwithstanding the foregoing, in the event of any conflict between this Short-Form Intellectual Property Security Agreement and the Security Agreement, the Security Agreement shall control.

IN WITNESS WHEREOF, the Grantor has caused this Short-Form Intellectual Property Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

PAPERCHEF INC.

By: 
Name: Scott Miller
Title: President

Accepted and Agreed:

Scott Miller

THE LIENS, SECURITY INTERESTS, ASSIGNMENTS AND/OR OTHER ENCUMBRANCES GRANTED BY THIS DOCUMENT IS SUBORDINATE TO CERTAIN OTHER LIENS, PURSUANT TO THE TERMS OF A SUBORDINATION AGREEMENT DATED AS OF JULY 1, 2021, AS SUCH AGREEMENT MAY FROM TIME TO TIME BE AMENDED, RESTATED OR OTHERWISE MODIFIED (OR ANY SUCCESSOR AGREEMENT WHICH REPLACES AND REFERENCES SUCH AGREEMENT).

SCHEDULE 1

OF

SHORT-FORM INTELLECTUAL PROPERTY SECURITY AGREEMENT

Trademarks

Paperchef Inc.

United States

Trademark	RegistrationNo.	Registration Date
CHEFPAPEL	3924154	February 22, 2011
CULINARY PAPERS	3881820	November 23, 2010
CULINARY PARCHMENT	3881819	November 23, 2010
PAPERCHEF	3857853	October 5, 2010
THE ART OF COOKING WITH PARCHMENT	4453113	December 24, 2013
P CULINARY PARCHMENT	5971967	January 28, 2020
PAPERCHEF THE ART OF COOKING WITH PARCHMENT	5988631	February 18, 2020