

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM723676

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Assignment of Intellectual Property Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Madison Capital Funding LLC, as Retiring Agent		04/01/2022	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	Apogem Capital LLC, as Successor Agent		
Street Address:	227 W Monroe St., Ste 5400		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60606		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 13			
Property Type	Number	Word Mark	
Registration Number:	5090334	MAKING SANDWICHES GREAT SINCE 1933	
Registration Number:	5144867	COSTANZO'S	
Registration Number:	5149437	COSTANZO'S BAKERY	
Registration Number:	5149436	COSTANZO'S BAKERY	
Registration Number:	5144590	COSTANZO'S	
Registration Number:	5026771	COSTANZO'S	
Registration Number:	5144583	COSTANZO'S	
Registration Number:	5144582	COSTANZO'S BAKERY	
Registration Number:	5144581	COSTANZO'S BAKERY	
Registration Number:	5144580	COSTANZO'S	
Registration Number:	5035407	COSTANZO'S BAKERY	
Registration Number:	5035406	COSTANZO'S BAKERY	
Registration Number:	5026762	COSTANZO'S	
CORRESPONDENCE DATA			
Fax Number:	3128637867		
<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:	3128637267		
Email:	jaclyn.di.grande@goldbergekohn.com		

OP \$340.00 5090334

Correspondent Name: Jaclyn Di Grande - Paralegal
Address Line 1: Goldberg Kohn Ltd.
Address Line 2: 55 E Monroe St., Ste 3300
Address Line 4: Chicago, ILLINOIS 60603

ATTORNEY DOCKET NUMBER: 4975.428

NAME OF SUBMITTER: Jaclyn Di Grande

SIGNATURE: /jaclyn di grande/

DATE SIGNED: 04/25/2022

Total Attachments: 4

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**ASSIGNMENT OF INTELLECTUAL PROPERTY
SECURITY AGREEMENT**

This **ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENT** (this "**Assignment**"), dated as of **April 1, 2022**, is by **MADISON CAPITAL FUNDING LLC** (individually, "**MCF**"), acting in its capacity as the current and resigning administrative agent (in such capacity, the "**Retiring Agent**") and **APOGEM CAPITAL LLC**, a Delaware limited liability company, acting in its capacity as the successor administrative agent (in such capacity, the "**Successor Agent**").

RECITALS:

WHEREAS, Costanzo's Bakery, LLC as "Grantor", and Retiring Agent are parties to those certain intellectual property security agreements identified in Exhibit A attached hereto (as the same have been and may hereafter be amended, restated, supplemented or otherwise modified from time to time, collectively, the "**Agreements**") covering certain intellectual property set forth on Exhibit B attached hereto; and

WHEREAS, pursuant to that certain Omnibus Agency Transfer and Sub-Agent Appointment Agreement by and between MCF, as the Retiring Agent, and APOGEM CAPITAL LLC, a Delaware limited liability company, as the Successor Agent, Retiring Agent has assigned to Successor Agent all of its rights, remedies, duties and other obligations under, among other documents, the Agreements, in each instance, in its capacity as administrative agent and, if applicable, collateral agent.

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Retiring Agent hereby assigns and transfers to Successor Agent and its successors and assigns, all of its rights, title and interest in and to the Agreements.

This Assignment may be executed in any number of counterparts, each of which when so executed shall be deemed an original and all of which taken together shall constitute one and the same instrument.

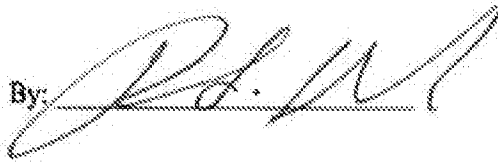
(Remainder of page left intentionally blank; signatures follow.)

IN WITNESS WHEREOF, Retiring Agent and Successor Agent have caused this Assignment to be duly executed as of the date first above written.

RETIRING AGENT:

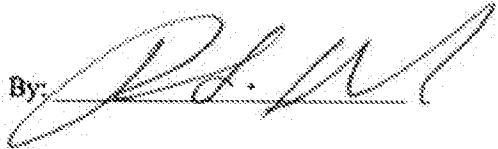
**MADISON CAPITAL FUNDING LLC, as
Retiring Agent**

By: Apogem Capital LLC, its manager

By: 

Name: Patrick D. Koehl
Title: Director

APOGEM CAPITAL LLC, as Successor Agent

By: 

Name: Patrick D. Koehl
Title: Director

EXHIBIT A

Trademark Security Agreement dated as of June 18, 2021 and filed with the United States Patent and Trademark Office on June 20, 2021 at Reel 7331, Frame 0299.

EXHIBIT B**TRADEMARK REGISTRATIONS**

MARK	SERIAL NUMBER	STATUS	REGISTRATION NUMBER	REGIS. DATE	OWNER INFORMATION
MAKING SANDWICHES GREAT SINCE 1933	869 71702	Registered	5090334	11/29/16	Costanzo's Bakery, LLC
COSTANZO'S	86955098	Registered	5144867	2/21/17	Costanzo's Bakery, LLC
COSTANZO'S BAKERY	86954801	Registered	5149437	2/28/17	Costanzo's Bakery, LLC
COSTANZO'S BAKERY	86954794	Registered	5149436	2/28/17	Costanzo's Bakery, LLC
COSTANZO'S	86876619	Registered	5144590	2/21/17	Costanzo's Bakery, LLC
COSTANZO'S	86874694	Registered	5026771	8/23/16	Costanzo's Bakery, LLC
COSTANZO'S	86874689	Registered	5144583	2/21/17	Costanzo's Bakery, LLC
COSTANZO'S BAKERY	86874682	Registered	5144582	2/21/17	Costanzo's Bakery, LLC
COSTANZO'S BAKERY	86874678	Registered	5144581	2/21/17	Costanzo's Bakery, LLC
COSTANZO'S	86874673	Registered	5144580	2/21/17	Costanzo's Bakery, LLC
COSTANZO'S BAKERY	86874664	Registered	5035407	9/6/16	Costanzo's Bakery, LLC
COSTANZO'S BAKERY	86874661	Registered	5035406	9/6/16	Costanzo's Bakery, LLC
COSTANZO'S	86874656	Registered	5026762	8/23/16	Costanzo's Bakery, LLC