

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM755785

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	SECURITY INTEREST
RESUBMIT DOCUMENT ID:	900708251

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
REVOLUTION FOODS, PBC, doing business in California as REVOLUTION FOODS		07/19/2022	Public Benefit Corporation: DELAWARE
BALANCE FOODS, LLC		07/19/2022	Limited Liability Company: CALIFORNIA
MORENO BROS. DISTRIBUTING, LLC		07/19/2022	Limited Liability Company: CALIFORNIA

RECEIVING PARTY DATA

Name:	WESTERN ALLIANCE BANK
Street Address:	One E. Washington, Suite 1400
City:	Phoenix
State/Country:	ARIZONA
Postal Code:	85004
Entity Type:	Corporation: ARIZONA

PROPERTY NUMBERS Total: 41

Property Type	Number	Word Mark
Registration Number:	6569164	REVOLUTION FOODS
Registration Number:	6142578	EAT GOOD FOOD
Registration Number:	6164772	EAT GOOD FOOD
Registration Number:	5345795	RUMBLES
Registration Number:	5208703	REVOLUTION FOODS
Registration Number:	5318489	REVOLUTION FOODS
Registration Number:	5201808	SNOW FLURRIES
Registration Number:	5188531	COCOA CRITTERS
Registration Number:	5101797	BUNDLE BOX
Registration Number:	5101796	GRANOLA BUNDLES
Registration Number:	5101798	BUNDLE BOX
Registration Number:	5115426	FEEDING GOOD
Registration Number:	5686462	FEEDING GOOD
Registration Number:	5324322	FEEDING GOOD

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	4716071	APPLECORE
Registration Number:	4626349	REVOLUTION FOODS
Registration Number:	4626332	
Registration Number:	4602193	
Registration Number:	4518781	
Registration Number:	4502893	
Registration Number:	4519302	
Registration Number:	4526444	REVOLUTION FOODS
Registration Number:	4422902	REVOLUTION FOODS
Registration Number:	4419989	REVOLUTION FOODS
Registration Number:	4142283	REVOLUTION FOODS
Registration Number:	4177128	REAL FOOD FOR ALL
Registration Number:	4242384	JOIN THE SCHOOL LUNCH REVOLUTION
Registration Number:	3786628	REVOLUTION FOODS
Registration Number:	4050056	REVOLUTION FOODS
Registration Number:	4168189	REVOLUTION FOODS
Registration Number:	3473564	REVOLUTION FOODS
Registration Number:	5511888	BANDIT'S BOUNTY
Registration Number:	5511816	BANDIT'S BOUNTY
Registration Number:	4211266	POPTILLAS
Registration Number:	4234553	BAKED WISDOM
Registration Number:	6203610	B4YM
Registration Number:	6208812	BETTER 4 YOU MEALS
Registration Number:	4836596	B4YM
Serial Number:	90464543	KID INSPIRED, CHEF CRAFTED
Serial Number:	88136796	LA LONCHERA FOODS
Serial Number:	86571809	BETTER 4 YOU MEALS

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: jgu@cooley.com

Correspondent Name: Jennifer Gu c/o Cooley LLP

Address Line 1: 3175 Hanover Street

Address Line 4: Palo Alto, CALIFORNIA 94304

ATTORNEY DOCKET NUMBER:	305983-1129
NAME OF SUBMITTER:	Jennifer Gu
SIGNATURE:	/Jennifer Gu/

DATE SIGNED:

09/16/2022

Total Attachments: 10

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TRADEMARK SECURITY AGREEMENT

THIS TRADEMARK SECURITY AGREEMENT, dated as of July 19, 2022 (as it may be amended, restated, amended and restated, supplemented and/or modified from time to time the “Agreement”), is made by the entities listed on the signature page hereof (each, a “Grantor” and collectively the “Grantors”), in favor of WESTERN ALLIANCE BANK, as lender (the “Lender”).

WITNESSETH:

WHEREAS, pursuant to that certain Second Amended and Restated Loan and Security Agreement, dated as of July 19, 2022 (as the same may be amended, restated, amended and restated, supplemented and/or modified from time to time, the “Loan Agreement”), by and among the Lender, **REVOLUTION FOODS, PBC**, a Delaware public benefit corporation, doing business in California as Revolution Foods (“Revolution Foods”), **BALANCE FOODS, LLC**, a California limited liability company (“Balance Foods”), **MORENO BROS. DISTRIBUTING, LLC**, a California limited liability company (“Moreno”, and together with Revolution Foods and Balance Foods, each a “Borrower” and collectively the “Borrowers”), and the other Loan Parties from time to time party thereto, the Lender has agreed to make extensions of credit to the Borrowers upon the terms and subject to the conditions set forth therein.

In consideration of the premises and to induce the Lender to enter into the Loan Agreement and to induce the Lender to make extensions of credit to the Borrowers thereunder, each Grantor hereby agrees with Lender as follows:

Section 1. Defined Terms. Capitalized terms used herein without definition are used as defined in the Loan Agreement.

Section 2. Confirmation of Grant of Security Interest in Trademark Collateral. Each Grantor, as collateral security for the prompt and complete payment and performance when due (whether at stated maturity, by acceleration or otherwise) of the Obligations of each Grantor, granted to the Lender a security interest in all of its right, title and interest in, to and under all of its Trademarks, including those referred to on Schedule 1 hereto, pursuant to the terms of the Loan Agreement.

Section 3. Loan Agreement. Each Grantor hereby acknowledges and agrees that the rights and remedies of the Lender with respect to the security interest in the Collateral are more fully set forth in the Loan Agreement.

Section 4. Recordation. Each Grantor authorizes the Commissioner for Trademarks to record and register this Agreement upon request by the Lender.

Section 5. Counterparts. This Agreement may be executed in any number of counterparts and by different parties in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement. Signature pages may be detached from multiple separate counterparts and attached to a single counterpart.

Section 6. Successors and Assigns. This Agreement will be binding on and shall inure to the benefit of the parties hereto and their respective successors and permitted assigns.

Section 7. Applicable Law. This Agreement, the rights and obligations of the parties hereto, and all claims or causes of action (whether in contract, tort or statute) that may be based upon, arise out of or relate to this Agreement, or the negotiation, execution or performance of this Agreement (including any claims or causes of action based upon, arising out of or related to any representation or warranty made in or in connection with this Agreement), shall be governed by, and shall be construed and enforced in accordance with, the internal laws of the State of California without regard to any laws, rules or provisions of the State of California that would cause the application of the laws of any jurisdiction other than the State of California.

Section 8. This Agreement is subject in all respects to the terms and conditions of that certain Intercreditor Agreement, dated as of July 19, 2022, by and between the Lender and MS Private Credit Administrative Services LLC.

[SIGNATURE PAGES FOLLOW]

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

REVOLUTION FOODS, PBC, doing business in California as Revolution Foods, a Delaware public benefit corporation,
as a Grantor

By: 
Name: Dominic Engels
Title: Chief Executive Officer

BALANCE FOODS, LLC, a California limited liability company,
as a Grantor

By: 
Name: Dominic Engels
Title: Chief Executive Officer

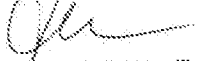
MORENO BROS. DISTRIBUTING, LLC, a California limited liability company,
as a Grantor

By: 
Name: Dominic Engels
Title: Chief Executive Officer

[Signature Page to Trademark Security Agreement Bridge]

ACCEPTED AND AGREED
as of the date first above written:

WESTERN ALLIANCE BANK,
as Lender

By: 
Name: Jeff Brown
Title: Senior Director

[SIGNATURE PAGE TO TRADEMARK SECURITY AGREEMENT]

SCHEDULE I
TO
TRADEMARK SECURITY AGREEMENT

Trademark Registrations

1. REGISTERED TRADEMARKS

Mark	Application Number	Registration Number	Owner Name
<p>REVOLUTION FOODS</p> <p>REVOLUTION FOODS</p>	<p>App 90488972</p> <p>App 26-JAN-2021</p>	<p>Reg 6569164</p> <p>Reg 23-NOV-2021</p>	<p>REVOLUTION FOODS, INC.</p>
<p>EAT GOOD FOOD</p> 	<p>App 88215137</p> <p>App 03-DEC-2018</p>	<p>Reg 6142578</p> <p>Reg 01-SEP-2020</p>	<p>REVOLUTION FOODS, INC.</p>
<p>EAT GOOD FOOD</p> 	<p>App 88215155</p> <p>App 03-DEC-2018</p>	<p>Reg 6164772</p> <p>Reg 29-SEP-2020</p>	<p>REVOLUTION FOODS, INC.</p>
<p>RUMBLES</p> <p>RUMBLES</p>	<p>App 87432423</p> <p>App 01-MAY-2017</p>	<p>Reg 5345795</p> <p>Reg 28-NOV-2017</p>	<p>REVOLUTION FOODS, INC.</p>
<p>REVOLUTION FOODS</p> 	<p>App 87196539</p> <p>App 07-OCT-2016</p>	<p>Reg 5208703</p> <p>Reg 23-MAY-2017</p>	<p>REVOLUTION FOODS, INC.</p>
<p>REVOLUTION FOODS</p> 	<p>App 87196556</p> <p>App 07-OCT-2016</p>	<p>Reg 5318489</p> <p>Reg 24-OCT-2017</p>	<p>REVOLUTION FOODS, INC.</p>
<p>SNOW FLURRIES</p> <p>SNOW FLURRIES</p>	<p>App 87132830</p> <p>App 09-AUG-2016</p>	<p>Reg 5201808</p> <p>Reg 09-MAY-2017</p>	<p>REVOLUTION FOODS, INC.</p>

COCOA CRITTERS COCOA CRITTERS	App 87132834 App 09-AUG-2016	Reg 5188531 Reg 18-APR-2017	REVOLUTION FOODS, INC.
BUNDLE BOX BUNDLE BOX	App 86829646 App 23-NOV-2015	Reg 5101797 Reg 13-DEC-2016	REVOLUTION FOODS, INC.
GRANOLA BUNDLES GRANOLA BUNDLES	App 86829636 App 23-NOV-2015	Reg 5101796 Reg 13-DEC-2016	REVOLUTION FOODS, INC.
BUNDLE BOX BUNDLE BOX	App 86829655 App 23-NOV-2015	Reg 5101798 Reg 13-DEC-2016	REVOLUTION FOODS, INC.
FEEDING GOOD FEEDING GOOD	App 86715809 App 05-AUG-2015	Reg 5115426 Reg 03-JAN-2017	REVOLUTION FOODS, INC.
FEEDING GOOD FEEDING GOOD	App 86715820 App 05-AUG-2015	Reg 5686462 Reg 26-FEB-2019	REVOLUTION FOODS, INC.
FEEDING GOOD FEEDING GOOD	App 86715830 App 05-AUG-2015	Reg 5324322 Reg 31-OCT-2017	REVOLUTION FOODS, INC.
APPLECORE APPLECORE	App 86377677 App 26-AUG-2014	Reg 4716071 Reg 07-APR-2015	REVOLUTION FOODS, INC.
REVOLUTION FOODS REVOLUTION FOODS	App 86178457 App 29-JAN-2014	Reg 4626349 Reg 21-OCT-2014	REVOLUTION FOODS, INC.
<i>Design Only</i>	App 86169175 App 17-JAN-2014	Reg 4626332 Reg 21-OCT-2014	REVOLUTION FOODS, INC.

			
<i>Design Only</i> 	App 85809325 App 21-DEC-2012	Reg 4602193 Reg 09-SEP-2014	REVOLUTION FOODS, INC.
<i>Design Only</i> 	App 85809373 App 21-DEC-2012	Reg 4518781 Reg 22-APR-2014	REVOLUTION FOODS, INC.
<i>Design Only</i> 	App 85809392 App 21-DEC-2012	Reg 4502893 Reg 25-MAR-2014	REVOLUTION FOODS, INC.
<i>Design Only</i> 	App 85981260 App 21-DEC-2012	Reg 4519302 Reg 22-APR-2014	REVOLUTION FOODS, INC.
REVOLUTION FOODS REVOLUTION FOODS	App 85709372 App 21-AUG-2012	Reg 4526444 Reg 06-MAY-2014	REVOLUTION FOODS, INC.
REVOLUTION FOODS REVOLUTION FOODS	App 85709378 App 21-AUG-2012	Reg 4422902 Reg 22-OCT-2013	REVOLUTION FOODS, INC.

REVOLUTION FOODS	App 85980168 App 21-AUG-2012	Reg 4419989 Reg 15-OCT-2013	REVOLUTION FOODS, INC.
REVOLUTION FOODS REVOLUTION FOODS	App 85426232 App 19-SEP-2011	Reg 4142283 Reg 15-MAY-2012	REVOLUTION FOODS, INC.
REAL FOOD FOR ALL REAL FOOD FOR ALL	App 85426282 App 19-SEP-2011	Reg 4177128 Reg 17-JUL-2012	REVOLUTION FOODS, INC.
JOIN THE SCHOOL LUNCH REVOLUTION JOIN THE SCHOOL LUNCH REVOLUTION	App 77983035 App 03-AUG-2009	Reg 4242384 Reg 13-NOV-2012	REVOLUTION FOODS, INC.
REVOLUTION FOODS REVOLUTION FOODS	App 77512901 App 01-JUL-2008	Reg 3786628 Reg 11-MAY-2010 Rnw 11-MAY-2020	REVOLUTION FOODS, INC.
REVOLUTION FOODS REVOLUTION FOODS	App 77982292 App 30-MAY-2008	Reg 4050056 Reg 01-NOV-2011 Rnw 01-NOV-2021	REVOLUTION FOODS, INC.
REVOLUTION FOODS REVOLUTION FOODS	App 77487617 App 30-MAY-2008	Reg 4168189 Reg 03-JUL-2012	REVOLUTION FOODS, INC.
REVOLUTION FOODS REVOLUTION FOODS	App 77975651 App 09-MAY-2007	Reg 3473564 Reg 22-JUL-2008 Rnw 22-JUL-2018	REVOLUTION FOODS, INC.
BANDIT'S BOUNTY	App 01-NOV-2017 App 87668376	Reg 10-JUL-2018 Reg 5511888	BALANCE FOODS, LLC

			
BANDIT'S BOUNTY BANDIT'S BOUNTY	App 19-OCT-2017 App 87652707	Reg 10-JUL-2018 Reg 5511816	BALANCE FOODS, LLC
POPTILLAS POPTILLAS	App 01-JUL-2011 App 85361939	Reg 18-SEP-2012 Reg 4211266	BALANCE FOODS, LLC
BAKED WISDOM BAKED WISDOM	App 15-NOV-2010 App 85177243	Reg 30-OCT-2012 Reg 4234553	BALANCE FOODS, LLC
B4YM	N/A (State)	Reg 120170 Reg 25-JUL-2015	REVOLUTION FOODS, PBC.
BETTER 4 YOU MEALS 	N/A (State)	Reg 120205 Reg 06-AUG-2015	REVOLUTION FOODS, PBC.
B4YM 	App 24-OCT-2019 App 88667966	Reg 24-NOV-2020 Reg 6203610	REVOLUTION FOODS, PBC.
BETTER 4 YOU MEALS 	App 17-OCT-2019 App 88659043	Reg 01-DEC-2020 Reg 6208812	REVOLUTION FOODS, PBC.
B4YM	App 20-MAR-2015	Reg 20-OCT-2015	REVOLUTION FOODS, PBC.

B4YM	App 86571735	Reg 4836596	
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2. TRADEMARK APPLICATIONS

Mark	Application Number	Registration Number	Owner Name
KID INSPIRED, CHEF CRAFTED KID INSPIRED, CHEF CRAFTED	App 90464543 App 13-JAN-2021	N/A	REVOLUTION FOODS, INC.
LA LONCHERA FOODS LA LONCHERA FOODS	App 28-SEP-2018 App 88136796	N/A	REVOLUTION FOODS, PBC.
BETTER 4 YOU MEALS 	App 20-MAR-2015 App 86571809	N/A	REVOLUTION FOODS, PBC.