

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM752216

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
WILMINGTON TRUST, NATIONAL ASSOCIATION, as Administrative Agent		08/30/2022	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	FRC BALANCE LLC		
Street Address:	4455 E. Camelback Rd. A115		
City:	Phoenix		
State/Country:	ARIZONA		
Postal Code:	85018		
Entity Type:	Limited Liability Company: ARIZONA		
PROPERTY NUMBERS Total: 19			
Property Type	Number	Word Mark	
Registration Number:	4578821	KALE-AID	
Registration Number:	4497563	JUBY TRUE	
Registration Number:	4052881	TRUE FOOD KITCHEN	
Registration Number:	4049211	TRUE FOOD KITCHEN	
Registration Number:	3688743	TRUE FOOD KITCHEN	
Registration Number:	3620741	TRUE FOOD	
Registration Number:	5679993	BE TRUE	
Registration Number:	5680624	BE TRUE TO YOURSELF	
Registration Number:	5899996	JUBY	
Registration Number:	5963361	JUBY TRUBIE	
Registration Number:	5908272	JUBY TRUE	
Registration Number:	5680625	TRUE	
Registration Number:	5910382	TRUE FOOD KITCHEN	
Registration Number:	5975896	TRUE INSIDER	
Registration Number:	5910530	TRUE TO GO	
Serial Number:	88464721	TRUE	
Serial Number:	88464797	HANGOVER RX	
Serial Number:	88464770	MEDICINE MAN	

CH \$490.00 4578821

Property Type	Number	Word Mark
Serial Number:	88336524	TRUE BAR

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.

Phone: 3127646944
Email: TMaloney@KSLaw.com
Correspondent Name: Timothy Maloney
Address Line 1: 110 North Wacker Drive, Suite 3800
Address Line 4: Chicago, ILLINOIS 60606

ATTORNEY DOCKET NUMBER:	C/M: 24080.515030
NAME OF SUBMITTER:	Timothy Maloney
SIGNATURE:	/Timothy Maloney/
DATE SIGNED:	08/30/2022

Total Attachments: 5

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RELEASE OF SECURITY INTERESTS IN TRADEMARKS

This RELEASE OF SECURITY INTERESTS IN TRADEMARKS (this “Release”) is executed as of August 30, 2022 by **WILMINGTON TRUST, NATIONAL ASSOCIATION** (“Wilmington Trust”), in its capacity as successor Administrative Agent (in such capacity, the “Administrative Agent”). Any capitalized term not otherwise defined herein shall have the meaning ascribed to it in the Credit Agreement, the Security Agreement or the Trademark Agreement, as applicable (as defined below).

WHEREAS, pursuant to (i) that certain Amended and Restated Second Lien Credit Agreement, dated as of July 2, 2020 (as amended, restated, amended and restated, supplemented, modified or otherwise in effect from time to time prior to the date hereof, the “Credit Agreement”), by and among, *inter alios*, **TRUE FOOD KITCHEN PARENT LLC**, a Delaware limited liability company, **FRC BALANCE LLC**, an Arizona limited liability company (the “Grantor”), the Administrative Agent and the Lenders party thereto and (ii) that certain Second Lien Security Agreement, dated as of April 1, 2020 (as amended, restated, amended and restated, supplemented, modified or otherwise in effect from time to time prior to the date hereof, the “Security Agreement”), by and among the Grantor, the other Credit Parties party thereto and the Administrative Agent, the Grantor entered into that certain Trademark Security Agreement, dated as of April 1, 2020, (the “Trademark Agreement”) in favor of the Retiring Administrative Agent (as defined below);

WHEREAS, CCP WOK III, LLC (the “Retiring Administrative Agent”), the Credit Parties party thereto and the Administrative Agent entered into that certain Assignment, Acceptance and Agent Resignation and Appointment Agreement and First Amendment to Loan Documents, dated as of May 14, 2020 (the “Agent Assignment Agreement”), pursuant to which (i) the Retiring Administrative Agent resigned, (ii) each Credit Party and each Lender party thereto agreed and consented to the appointment of Wilmington Trust as administrative agent, (iii) Wilmington Trust accepted such appointment, (iv) the Retiring Administrative Agent assigned and transferred to Wilmington Trust each of the Liens and security interests granted to the Retiring Administrative Agent under the Loan Documents and (v) Wilmington Trust assumed all such Liens and security interest for its benefit and the benefit of the other Secured Parties;

WHEREAS, the Grantor granted to the Administrative Agent, under the terms of the Trademark Agreement, as security for the Obligations, a continuing security interest in all of the Grantor’s right, title and interest in and to certain Trademark Collateral;

WHEREAS, certain security interests in the Trademark Collateral were recorded with the United States Patent and Trademark Office on April 1, 2020, at Reel 6905 and Frame 0966; and

WHEREAS, the Grantor has requested that the Administrative Agent release the liens and security interests granted to the Administrative Agent by the Grantor with respect to the Trademark Collateral, including but not limited to those Trademarks listed on Exhibit A attached hereto.

For good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the Administrative Agent hereby:

- (a) terminates the Trademark Agreement;
- (b) releases, relinquishes, terminates and discharges all liens and security interests granted by the Grantor in favor of the Administrative Agent pursuant to any security agreement (including but not limited to the Trademark Agreement) in and to the Trademark Collateral, including the Trademarks listed on Exhibit A; and
- (c) to the extent the Administrative Agent shall be deemed to have any right, title or interest in the Trademark Collateral, retransfers, reassigns, grants and conveys, without representation, warranty or recourse, to the Grantor all of the Administrative Agent's right, title and interest (if any) of any nature whatsoever it may hold in or to the Trademark Collateral (including, without limitation, the Trademarks listed on Exhibit A) and associated common law rights and goodwill appurtenant thereto.

The Administrative Agent agrees, at the Grantor's sole cost and expense, to take all further actions, and provide to the Grantor and its successors, assigns and legal representatives all such cooperation and assistance, including without limitation, the execution, acknowledgement and delivery of any and all further documents or other instruments, as the Grantor and its successors, assigns and legal representatives may reasonably request in order to confirm, effectuate or record this Release.

This Release shall be governed by the laws of the State of New York.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has caused this Release to be executed as of the date first written above.

**WILMINGTON TRUST, NATIONAL
ASSOCIATION,**
as Administrative Agent

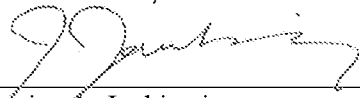



By: 
Name: Jessica A. Jankiewicz
Title: Vice President

Exhibit A

RELEASED TRADEMARKS

Trademark Registrations

Owner	Trademark	Application No. Filing Date	Registration No. Registration Date
FRC Balance LLC	KALE-AID	86026380 8/1/2013	4578821 8/5/2014
FRC Balance LLC		86026284 8/1/2013	4497563 3/18/2014
FRC Balance LLC	TRUE FOOD KITCHEN	85291955 4/11/2011	4052881 11/8/2011
FRC Balance LLC	TRUE FOOD KITCHEN	85290527 4/8/2011	4049211 11/1/2011
FRC Balance LLC		77679039 2/26/2009	3688743 9/29/2009
FRC Balance LLC	TRUE FOOD	77501250 6/17/2008	3620741 5/12/2009
FRC Balance LLC		88020977 6/29/2018	5679993 2/19/2019
FRC Balance LLC	BE TRUE TO YOURSELF	88039105 7/16/2018	5680624 2/19/2019
FRC Balance LLC	JUBY	87442558 5/9/2017	5899996 11/5/2019
FRC Balance LLC	JUBY TRUBIE	88408064 4/29/2019	5963361 1/14/2020
FRC Balance LLC	JUBY TRUE	88450891 5/29/2019	5908272 11/12/2019
FRC Balance LLC	TRUE	88039241 7/16/2018	5680625 2/19/2019
FRC Balance LLC	TRUE FOOD KITCHEN	88294437 2/8/2019	5910382 11/12/2019
FRC Balance LLC	TRUE INSIDER	88506350 7/9/2019	5975896 2/4/2020
FRC Balance LLC	TRUE TO GO	88336332 3/12/2019	5910530 11/12/2019

Trademark Applications

Owner	Trademark	Application No.	Filing Date
FRC Balance LLC	TRUE	88464721	6/7/2019
FRC Balance LLC	HANGOVER RX	88464797	6/7/2019

FRC Balance LLC	MEDICINE MAN	88464770	6/7/2019
FRC Balance LLC	TRUE BAR	88336524	3/12/2019