

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM766789

<b>SUBMISSION TYPE:</b>	RESUBMISSION
<b>NATURE OF CONVEYANCE:</b>	CONFIRMATORY GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS
<b>RESUBMIT DOCUMENT ID:</b>	900718449

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
BEP BORROWER HOLDCO, LLC		07/29/2022	Limited Liability Company: DELAWARE
ARROWSTREAM, INC.		07/29/2022	Corporation: DELAWARE
BUYERS EDGE PLATFORM OPCO, LLC		07/29/2022	Limited Liability Company: FLORIDA
CONSOLIDATED CONCEPTS, LLC		07/29/2022	Limited Liability Company: MASSACHUSETTS
DINING ALLIANCE, LLC		07/29/2022	Limited Liability Company: MASSACHUSETTS
PRODUCE ALLIANCE, L.L.C.		07/29/2022	Limited Liability Company: MASSACHUSETTS

## RECEIVING PARTY DATA

<b>Name:</b>	JPMORGAN CHASE BANK, N.A.
<b>Street Address:</b>	10 S DEARBORN ST.
<b>City:</b>	CHICAGO
<b>State/Country:</b>	ILLINOIS
<b>Postal Code:</b>	60603
<b>Entity Type:</b>	National Banking Association: UNITED STATES

## PROPERTY NUMBERS Total: 43

Property Type	Number	Word Mark
<b>Registration Number:</b>	2675449	ARROWSTREAM
<b>Registration Number:</b>	6047477	ARROWSTREAM
<b>Serial Number:</b>	97149216	ERNI
<b>Serial Number:</b>	97149215	FOOD SERVICE REWARDS
<b>Serial Number:</b>	97303077	PRICETIMATE
<b>Serial Number:</b>	97149218	BE CHEFFING AWESOME
<b>Serial Number:</b>	90707189	RPS RESTAURANT PURCHASING SOLUTIONS YOUR
<b>Serial Number:</b>	90707187	RESTAURANT PURCHASING SOLUTIONS
<b>Serial Number:</b>	90707174	INSIDE TRACK

TRADEMARK

Property Type	Number	Word Mark
Serial Number:	90707171	INSIDE TRACK
Serial Number:	90707203	WAG WELCH ADVISORY GROUP
Serial Number:	90707168	FRESH CONCEPTS
Serial Number:	90707166	FRESH CONCEPTS
Serial Number:	90707178	OC OPTIMUM CONTROL FOOD & BEVERAGE INVEN
Serial Number:	90707175	OPTIMUM CONTROL
Serial Number:	90707181	PRIME SERVICES
Serial Number:	90707138	ALLIANCE PURCHASING
Serial Number:	90707136	ALLIANCE PURCHASING
Serial Number:	90707229	FOOD SERVICE REWARDS
Serial Number:	90707162	FOODSERVICE REWARDS
Serial Number:	90707156	DINING ALLIANCE PURCHASE WITH POWER
Serial Number:	90707147	BUYERS EDGE PLATFORM
Serial Number:	90707144	BUYERS EDGE PLATFORM
Serial Number:	90707182	PRIME SERVICES
Serial Number:	90707160	FOOD BAM
Serial Number:	90707197	SUNDELL
Registration Number:	6724324	WELCH ADVISORY GROUP
Registration Number:	6724323	SUNDELL & ASSOCIATES
Registration Number:	6724322	SOURCE1 PURCHASING
Registration Number:	6724321	SOURCE1 PURCHASING
Registration Number:	6729298	RP PROCUREMENT MANAGEMENT INNOVATION LOG
Registration Number:	6729297	C CONSOLIDATED CONCEPTS
Serial Number:	90787730	SOURCE1
Serial Number:	90707185	RESTAURANT PARTNERS PROCUREMENT
Registration Number:	2844677	FOODSERVICE REWARDS
Registration Number:	4919180	ORDERLY
Registration Number:	4994103	ORDERLY
Registration Number:	4919179	ORDERLY
Registration Number:	5068244	ORDERLYSNAP
Registration Number:	4150264	CONSOLIDATED CONCEPTS
Registration Number:	4547437	DINING ALLIANCE
Registration Number:	3482630	DINING ALLIANCE
Registration Number:	2706719	PRODUCE ALLIANCE

**CORRESPONDENCE DATA**

Fax Number: 2124552502

*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:** 2124552592  
**Email:** ksolomon@stblaw.com  
**Correspondent Name:** COURTNEY WELSHIMER, ESQ.  
**Address Line 1:** SIMPSON THACHER & BARTLETT LLP  
**Address Line 2:** 425 LEXINGTON AVENUE  
**Address Line 4:** NEW YORK, NEW YORK 10017

**ATTORNEY DOCKET NUMBER:** 509265/2408

**NAME OF SUBMITTER:** COURTNEY WELSHIMER

**SIGNATURE:** /CW/

**DATE SIGNED:** 11/09/2022

**Total Attachments: 6**

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**CONFIRMATORY GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS**

This CONFIRMATORY GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS (as the same may be amended, restated, supplemented or otherwise modified from time to time, the “Confirmatory Grant”) is made effective as of July 29, 2022 by and from (i) BEP Borrower Holdco, LLC, a Delaware limited liability company (“Borrower”), (ii) ArrowStream, Inc., a Delaware corporation, (iii) Buyers Edge Platform OpCo, LLC, a Florida limited liability company, (iv) Consolidated Concepts, LLC, a Massachusetts limited liability company, (v) Dining Alliance, LLC, a Massachusetts limited liability company and (vi) Produce Alliance, L.L.C., an Illinois limited liability company (the entities listed in items (i) through (vi), each a “Grantor” and together, the “Grantors”) to and in favor of JPMORGAN CHASE BANK, N.A., for itself and as Administrative Agent for the Secured Parties (as defined in the Credit Agreement referenced below) (in such capacities, “Grantee”).

WHEREAS, Borrower, the Lenders and Grantee have entered into a Credit Agreement dated as of July 29, 2022 (as may be amended, restated, supplemented or otherwise modified from time to time, the “Credit Agreement”).

WHEREAS, the Grantors and certain other Subsidiaries of Borrower have entered into a Guarantee and Collateral Agreement dated as of July 29, 2022 (as may be amended, restated, supplemented or otherwise modified from time to time, the “Guarantee and Collateral Agreement”).

WHEREAS, each Grantor owns the trademarks listed on Exhibit A attached hereto (the “Trademarks”), which Trademarks are pending or registered with the United States Patent and Trademark Office.

WHEREAS, this Confirmatory Grant has been granted in conjunction with the security interest granted under the Guarantee and Collateral Agreement to Grantee for the benefit of the Secured Parties. The rights and remedies of Grantee with respect to the security interest granted herein are without prejudice to and are in addition to those set forth in the Guarantee and Collateral Agreement and the other Loan Documents, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Confirmatory Grant are deemed to conflict with the Guarantee and Collateral Agreement, the provisions of the Guarantee and Collateral Agreement shall govern.

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is hereby agreed that:

Definitions. All capitalized terms not defined herein shall have the respective meaning given to them in the Credit Agreement or the Guarantee and Collateral Agreement, as applicable.

Grant of Security Interest. Each Grantor hereby assigns and transfers to the Grantee and hereby grants to Grantee for the ratable benefit of the Secured Parties, a security interest in all of the Trademarks now owned or at any time hereafter acquired by such Grantor or in which such Grantor now has or at any time in the future may acquire any right, title or interest, including without limitation the Trademarks listed on Exhibit A hereto.

Counterparts. This Confirmatory Grant 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.

Governing Law. This Confirmatory Grant and the rights and obligations of the parties hereto shall be construed in accordance with and governed by the law of the State of New York.

IN WITNESS WHEREOF, each Grantor has executed this Confirmatory Grant effective as of the date first written above.

BEP BORROWER HOLDCO, LLC

By: John B Davie  
Name: John Davie  
Title: Chief Executive Officer

BUYERS EDGE PLATFORM OPCO, LLC

By: John B Davie  
Name: John Davie  
Title: Chief Executive Officer

DINING ALLIANCE, LLC

By: John B Davie  
Name: John Davie  
Title: Chief Executive Officer

CONSOLIDATED CONCEPTS, LLC

By: John B Davie  
Name: John Davie  
Title: Chief Executive Officer

PRODUCE ALLIANCE, L.L.C.

By: John B Davie  
Name: John Davie  
Title: Chief Executive Officer

ARROWSTREAM, INC.

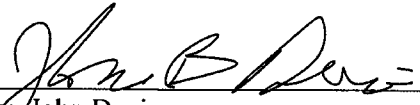
By:   
Name: John Davie  
Title: Chief Executive Officer

EXHIBIT A  
TO  
CONFIRMATORY GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS

ArrowStream, Inc.

Mark	Class	Filed	Registered	Status	Country
ARROWSTREAM	Class 035 Class 039	June 26, 2000 76/076,727	January 14, 2003 2,675,449	Registered	US
ARROWSTREAM	Class 042	October 10, 2019 88/649,416	May 5, 2020 6,047,477	Registered	US

BEP Borrower Holdco, LLC

TRADEMARK	APP./REG. NO.	COUNTRY
ERNI	97/149216	US
FOOD SERVICE REWARDS	97/149215	US
PRICETIME	97/303077	US
BE CHEFFING AWESOME	97/149218	US
RPS RESTAURANT PURCHASING SOLUTIONS YOUR SUPPLY CHAIN TEAM & design	90/707189	US
RESTAURANT PURCHASING SOLUTIONS	90/707187	US
INSIDE TRACK & design	90/707174	US
INSIDE TRACK	90/707171	US
WAG WELCH ADVISORY GROUP & design	90/707203	US
FRESH CONCEPTS & design	90/707168	US
FRESH CONCEPTS	90/707166	US
OC OPTIMUM CONTROL FOOD & BEVERAGE INVENTORY EXPERTS	90/707178	US
OPTIMUM CONTROL	90/707175	US
PRIME SERVICES	90/707181	US
ALLIANCE PURCHASING & design	90/707138	US
ALLIANCE PURCHASING	90/707136	US
FOOD SERVICE REWARDS & design	90/707229	US
FOODSERVICE REWARDS	90/707162	US
DINING ALLIANCE PURCHASE WITH POWER & design	90/707156	US
BUYERS EDGE PLATFORM & design	90/707147	US
BUYERS EDGE PLATFORM	90/707144	US



TRADEMARK	APP./REG. NO.	COUNTRY
PRIME SERVICES & design	90/707182	US
FOOD BAM	90/707160	US
SUNDELL	90/707197	US
WELCH ADVISORY GROUP	6724324	US
SUNDELL & ASSOCIATES & design	6724323	US
SOURCE1 PURCHASING & design	6724322	US
SOURCE1 PURCHASING	6724321	US
RP PROCUREMENT MANAGEMENT INNOVATION LOGISTICS STRATEGIES & design	6729298	US
C CONSOLIDATED CONCEPTS & design	6729297	US
SOURCE1 & design	90/787730	US
RESTAURANT PARTNERS PROCUREMENT	90/707185	US

Buyers Edge Platform OpCo, LLC

TRADEMARK	APP./REG. NO.	COUNTRY
FOODSERVICE REWARDS	2844677	US

Consolidated Concepts, LLC

TRADEMARK	APP./REG. NO.	COUNTRY
ORDERLY	4919180	US
ORDERLY	4994103	US
ORDERLY	4919179	US
ORDERLYSNAP	5068244	US
CONSOLIDATED CONCEPTS	4150264	US

Dining Alliance, LLC

TRADEMARK	APP/REG NO	COUNTRY
DINING ALLIANCE	4547437	US
DINING ALLIANCE	3482630	US

Produce Alliance, LLC

TRADEMARK	APP/REG NO	COUNTRY
PRODUCE ALLIANCE	2706719	US