

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM759137

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Partial Release of Trademark Security Agreement		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Bank of America, N.A.		10/03/2022	National Association: UNITED STATES
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Associated Brands, Inc.		
<b>Street Address:</b>	2021 Spring Road		
<b>Internal Address:</b>	Suite 600		
<b>City:</b>	Oak Brook		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	50523		
<b>Entity Type:</b>	Corporation: NEW YORK		
<b>Name:</b>	S.T. Specialty Foods, Inc.		
<b>Street Address:</b>	2021 Spring Road		
<b>Internal Address:</b>	Suite 600		
<b>City:</b>	Oak Brook		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	50523		
<b>Entity Type:</b>	Corporation: MINNESOTA		
<b>Name:</b>	The Carriage House Companies, Inc.		
<b>Street Address:</b>	2021 Spring Road		
<b>Internal Address:</b>	Suite 600		
<b>City:</b>	Oak Brook		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	50523		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>Name:</b>	American Italian Pasta Company		
<b>Street Address:</b>	2021 Spring Road		
<b>Internal Address:</b>	Suite 600		
<b>City:</b>	Oak Brook		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	50523		
<b>Entity Type:</b>	Corporation: DELAWARE		

<b>Name:</b>	Meal Preparation, Inc. (as successor-in-interest to Bay Valley Foods, LLC)
<b>Street Address:</b>	2021 Spring Road
<b>Internal Address:</b>	Suite 600
<b>City:</b>	Oak Brook
<b>State/Country:</b>	ILLINOIS
<b>Postal Code:</b>	50523
<b>Entity Type:</b>	Corporation: DELAWARE

**PROPERTY NUMBERS Total: 59**

Property Type	Number	Word Mark
Registration Number:	5246579	NA TEA NORTH AMERICAN TEA COMPANY
Registration Number:	5360344	ETERNITEA BLISS
Registration Number:	1820765	OUR SPECIALTY
Registration Number:	3087364	OUR SPECIALTY
Registration Number:	3493708	RAVELLO
Registration Number:	3079121	SWIFT MAC
Registration Number:	1550381	AIPC AMERICAN ITALIAN PASTA COMPANY
Registration Number:	3610721	AMERICA'S FAVORITE PASTA
Registration Number:	698256	ANTHONYS
Registration Number:	1036928	BEST BET
Registration Number:	739471	CARRIAGE HOUSE
Registration Number:	1840702	CHICKEN 'N' RIBS
Registration Number:	745915	
Registration Number:	2083652	
Registration Number:	680109	GOLDEN GRAIN
Registration Number:	2008077	HEARTLAND
Registration Number:	3177106	HEARTLAND
Registration Number:	1146761	HEARTY
Registration Number:	1797998	HOME BRAND
Registration Number:	2845109	HOME BRAND
Registration Number:	3725423	KING
Registration Number:	0780422	
Registration Number:	1462136	LA JUNTA
Registration Number:	1463788	LA JUNTA
Registration Number:	4190824	LUXURY
Registration Number:	2946558	MAKES A MEAL
Registration Number:	2952703	MAKESAMEAL.COM
Registration Number:	1926611	MONTALCINO
Registration Number:	516167	MUELLER'S

Property Type	Number	Word Mark
Registration Number:	3469541	PASTA CHEF
Registration Number:	808162	PENNSYLVANIA DUTCH
Registration Number:	4617075	POT READY
Registration Number:	4590461	POT-SIZED
Registration Number:	3725978	R & F RAVARINO & FRESCHI SINCE 1901
Registration Number:	1109578	R&F
Registration Number:	809643	RED WING
Registration Number:	1099713	RED WING
Registration Number:	4194769	RONCO
Registration Number:	1063465	RONCO
Registration Number:	637802	STRATFORD FARMS
Registration Number:	2747253	YOLK FREE
Registration Number:	1995166	CANE PATCH
Registration Number:	1958479	JACKAROO
Registration Number:	1398682	NATURALLY FRESH
Registration Number:	3266318	NATURALLY FRESH
Registration Number:	1254865	NATURALLY FRESH
Registration Number:	2009770	NORTHWOODS
Registration Number:	2002655	OH! BOY
Registration Number:	739442	OH!BOY
Registration Number:	197035	OH! BOY
Registration Number:	2002654	OLD PLANTATION
Registration Number:	1456688	PROUD PRODUCTS
Registration Number:	5313596	RAVARINO
Registration Number:	3169901	RIVERWALK CANTINA
Registration Number:	2001046	RODDENBERY'S
Registration Number:	3920522	ROD'S
Registration Number:	646185	ROD'S
Registration Number:	4074335	SAN ANTONIO FARMS
Registration Number:	2816704	VAN DE WALLE FARMS

#### **CORRESPONDENCE DATA**

**Fax Number:** 2127352000

*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:** 2127352811

**Email:** mrribando@skadden.com

**Correspondent Name:** Skadden, Arps, Slate, Meagher & Flom LLP

**Address Line 1:** One Manhattan West

**Address Line 2:** Monique L. Ribando

<b>Address Line 4:</b> New York, NEW YORK 10001-8602	
<b>ATTORNEY DOCKET NUMBER:</b>	401180/507
<b>NAME OF SUBMITTER:</b>	Kendall Ickes
<b>SIGNATURE:</b>	/Kendall Ickes/
<b>DATE SIGNED:</b>	10/04/2022
<b>Total Attachments: 5</b> source=BofA_THS_-_Trailblazer_-_Partial_Release_of_Trademark_Security_Agreement_-_Executed#page1.tif source=BofA_THS_-_Trailblazer_-_Partial_Release_of_Trademark_Security_Agreement_-_Executed#page2.tif source=BofA_THS_-_Trailblazer_-_Partial_Release_of_Trademark_Security_Agreement_-_Executed#page3.tif source=BofA_THS_-_Trailblazer_-_Partial_Release_of_Trademark_Security_Agreement_-_Executed#page4.tif source=BofA_THS_-_Trailblazer_-_Partial_Release_of_Trademark_Security_Agreement_-_Executed#page5.tif	

## **PARTIAL RELEASE OF TRADEMARK SECURITY AGREEMENT**

This PARTIAL RELEASE OF TRADEMARK SECURITY AGREEMENT (this “Release”) is entered into as of October 3, 2022 by Bank of America, N.A., as Administrative Agent (the “Agent”), in favor of Associated Brands, Inc., a New York corporation, S.T. Specialty Foods, Inc., a Minnesota corporation, The Carriage House Companies, Inc., a Delaware corporation, and the American Italian Pasta Company, a Delaware Corporation (collectively, the “Specified Entities” and each individually, a “Specified Entity”) and Meal Preparation, Inc. (as successor-in-interest to Bay Valley Foods, LLC in respect of the relevant Specified Trademarks, “Meal Prep”). Capitalized terms used in this Release but not defined herein shall have the respective meanings ascribed to such terms in the Trademark Security Agreement (as defined below).

**WHEREAS**, reference is made to that certain Second Amended and Restated Credit Agreement, dated as of December 1, 2017 (as amended by that certain Amendment No. 1, dated as of June 11, 2018, as further amended by that certain Amendment No. 2, dated as of August 26, 2019, as further amended by that Amendment No. 3, dated as of March 26, 2021, as further amended by that Amendment No. 4, dated as of February 14, 2022, as further amended by that Amendment No. 5, dated as of August 10, 2022, and as further amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “Credit Agreement”), among TreeHouse Foods, Inc., a Delaware corporation (“TreeHouse”), each lender party thereto and the Agent;

**WHEREAS**, reference is made to that certain Security Agreement, dated as of June 11, 2018 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “Security Agreement”) by the Specified Entities, Bay Valley Foods, LLC and the other grantors party thereto in favor of the Agent;

**WHEREAS**, pursuant to the terms and conditions of the Security Agreement, the Specified Entities and Bay Valley Foods, LLC granted to the Agent, for the ratable benefit of the Secured Parties, a continuing security interest in, any and all right, title and interest of the Specified Entities and Bay Valley Foods, LLC in, to and under the Collateral, including the Specified Assets (as defined below);

**WHEREAS**, in connection with the Security Agreement, the Specified Entities and Bay Valley Foods, LLC, amongst others, executed and delivered to the Agent a Trademark Security Agreement, dated as of June 11, 2018 (as amended, restated, supplemented or otherwise modified or replaced from time to time, the “Trademark Security Agreement”), which was recorded with the United States Patent and Trademark Office on June 28, 2018 at Reel/Frame 6366/0049;

**WHEREAS**, pursuant to the terms and conditions of the Trademark Security Agreement, each Specified Entity and Bay Valley Foods, LLC granted to the Agent, for the ratable benefit of the Secured Parties, a continuing security interest in (the “Security Interest”) any and all right, title and interest of such Specified Entity and Bay Valley Foods, LLC in, to and under the Trademark Collateral, including the Trademark listed on Schedule A attached hereto (the “Specified Trademarks”);

**WHEREAS**, the Specified Entities are selling the “Specified Assets” (as defined in that certain Acknowledgement of Release entered into as of October 3, 2022 by Agent in favor of the Specified Entities, amongst others) pursuant to that certain Stock Purchase Agreement, dated as of August 10, 2022 (the “Purchase Agreement”) among TreeHouse, Rushmore Investment III LLC, a Delaware limited liability company (the “US Buyer”), and 1373978 B.C. ULC, a British Columbia unlimited liability company (and the related dispositions effected pursuant thereto);

**WHEREAS**, pursuant to the Purchase Agreement, among other obligations, TreeHouse, together with certain of its subsidiaries, agreed to sell 100% of the issued and outstanding shares of Meal Prep to the US Buyer (the “MP Sale”);

**WHEREAS**, pursuant to that certain Officer’s Certificate, dated as of October 3, 2022 (the “Officer’s Certificate”), TreeHouse certified to the Agent that the sale of the Specified Assets by the Specified Entities to the U.S. Buyer (and the MP Sale) pursuant to the Purchase Agreement is permitted by Section 7.05(o) of the Credit Agreement; and

**WHEREAS**, the Agent, solely in reliance on the representations, warranties and certifications made in the Officer’s Certificate, and without independent investigation, has agreed to terminate and release its security interest solely in the Specified Assets, including the Specified Trademarks.

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Agent hereby agrees as follows:

Section 1. Release of Security Interest. Without any warranty or representation by, or other recourse to, the Agent, the Agent hereby releases and discharges fully its Security Interest in the Specified Trademarks, upon the consummation of the sale of Specified Assets and the MP Sale pursuant to the Purchase Agreement, and solely in reliance on the representations, warranties and certifications made in the Officer’s Certificate. This Release is strictly limited solely and only to the Specified Trademarks and to no other Collateral. This Release is not intended to and does not release, relinquish, discharge or terminate the Agent’s security interest in any Trademark Collateral (or other asset or collateral of the Specified Entities or Meal Prep) other than the Specified Trademarks. Except for the release of the Security Interest in the Specified Trademarks provided for herein, all terms and provisions of the Trademark Security Agreement shall remain in full force and effect. The Agent continues to maintain, without interruption or impairment, its continuing security interest in, to and under all Trademark Collateral other than the Specified Trademarks.

Section 2. Governing Law. This Release and any claim, controversy, dispute or cause of action (whether in contract, tort or otherwise) based upon, arising under or relating to this Release shall be governed by, and construed in accordance with, the Law of the State of New York.

*[The remainder of this page is intentionally left blank]*

IN WITNESS WHEREOF, the Secured Party has executed this Release as of the date first set forth above.

BANK OF AMERICA, N.A., as the Secured  
Party

By: \_\_\_\_\_

Name: Bridgett J. Manduk Mowry

Title: Vice President

**SCHEDULE A  
TO  
PARTIAL RELEASE OF TRADEMARK SECURITY AGREEMENT**

Owner	Trademark	Status	App. No.	App. Date	Reg. No.	Reg. Date
Associated Brands, Inc.	NA TEA NORTH AMERICAN TEA COMPANY	Registered	85/714094	2012-08-27	5,246,579	2017-07-18
Associated Brands, Inc.	ETERNITEA BLISS	Registered	86/601427	2015-04-17	5,360,344	2017-12-19
S.T. Specialty Foods, Inc.	OUR SPECIALTY	Registered	74/343264	1992-12-24	1,820,765	1994-02-08
S.T. Specialty Foods, Inc.	OUR SPECIALTY	Registered	78/566561	2005-02-14	3,087,364	2006-05-02
S.T. Specialty Foods, Inc.	RAVELLO	Registered	77/279464	2007-09-14	3,493,708	2008-08-26
S.T. Specialty Foods, Inc.	SWIFT MAC	Registered	78/564358	2005-02-10	3,079,121	2006-04-11
American Italian Pasta Company	AIPC AMERICAN ITALIAN PASTA COMPANY & Design	Registered	73/749,185	8/30/1988	1,550,381	8/1/1989
American Italian Pasta Company	AMERICA'S FAVORITE PASTA(STYLIZED)	Registered	76/497,489	3/14/2003	3,610,721	4/28/2009
American Italian Pasta Company	ANTHONY'S	Registered	72/076,147	6/22/1959	698,256	5/24/1960
American Italian Pasta Company	BEST BET	Registered	73/044,794	2/21/1975	1,036,928	3/30/1976
The Carriage House Companies, Inc.	CARRIAGE HOUSE	Registered	72/130,857	10/30/1961	739,471	10/16/1962
The Carriage House Companies, Inc.	CHICKEN 'N' RIBS	Registered	74/321,781	10/13/1992	1,840,702	6/21/1994
American Italian Pasta Company	Design (Bird and heart)	Registered	72/128,281	9/20/1961	745,915	2/26/1963
American Italian Pasta Company	Design (Grain Border)	Registered	75/124,388	6/24/1996	2,083,652	7/29/1997
American Italian Pasta Company	GOLDEN GRAIN	Registered	72/055,665	7/21/1958	680,109	6/9/1959
American Italian Pasta Company	HEARTLAND	Registered	74/725,092	9/5/1995	2,008,077	10/15/1996
American Italian Pasta Company	HEARTLAND & Design	Registered	78/796,780	1/23/2006	3,177,106	11/28/2006
American Italian Pasta Company	HEARTY	Registered	73/149,768	11/25/1977	1,146,761	2/3/1981
The Carriage House Companies, Inc.	HOME BRAND	Registered	74/349,143	1/13/1993	1,797,998	10/12/1993
The Carriage House Companies, Inc.	HOME BRAND (STYLIZED)	Registered	75/697,653	5/4/1999	2,845,109	5/25/2004
The Carriage House Companies, Inc.	KING	Registered	77/742,359	5/21/2009	3,725,423	12/15/2019
The Carriage House Companies, Inc.	KING	Registered	72/177,265	9/18/1963	780,422	11/17/1964
The Carriage House Companies, Inc.	LA JUNTA	Registered	73/648,830	3/11/1987	1,462,136	10/20/1987
The Carriage House Companies, Inc.	LA JUNTA (Stylized)	Registered	73/648,829	3/11/1987	1,463,788	11/3/1987
American Italian Pasta Company	LUXURY	Registered	85/554,856	2/28/2012	4,190,824	8/14/2012
American Italian Pasta Company	MAKES A MEAL	Registered	76/527,544	7/3/2003	2,946,558	5/3/2005
American Italian Pasta Company	MAKESAMEAL.COM	Registered	76/527,545	7/3/2003	2,952,703	5/17/2005
American Italian Pasta Company	MONTALCINO	Registered	74/433,231	9/7/1993	1,926,611	10/10/1995
American Italian Pasta Company	MUELLER'S	Registered	71/534,314	9/12/1947	516,167	10/11/1949
American Italian Pasta Company	PASTA CHEF	Registered	78/823,293	2/24/2006	3,469,541	7/15/2008
American Italian Pasta Company	PENNSYLVANIA DUTCH	Registered	72/173,177	7/17/1963	808,162	5/10/1966
American Italian Pasta Company	POT READY	Registered	86/211,936	3/5/2014	4,617,075	10/7/2014
American Italian Pasta Company	POT-SIZED	Registered	86/036,610	8/13/2013	4,590,461	8/19/2014
American Italian Pasta Company	R & F RAVARINO & FRESCHI SINCE 1901 & Design (color)	Registered	77/206,139	6/14/2007	3,725,978	12/15/2009
American Italian Pasta Company	R&F (Stylized)	Registered	73/154,579	1/9/1978	1,109,578	12/19/1978
The Carriage House Companies, Inc.	RED WING	Registered	72/227,182	9/3/1965	809,643	6/7/1966



Owner	Trademark	Status	App. No.	App. Date	Reg. No.	Reg. Date
The Carriage House Companies, Inc.	RED WING & Design	Registered	73/119,607	3/21/1977	1,099,713	8/15/1978
American Italian Pasta Company	RONCO	Registered	85/561,668	3/6/2012	4,194,769	8/21/2012
American Italian Pasta Company	RONCO (Stylized)	Registered	73/099,366	9/9/1976	1,063,465	4/12/1977
The Carriage House Companies, Inc.	STRATFORD FARMS (Stylized)	Registered	71/669,421	7/6/1954	637,802	11/27/1956
American Italian Pasta Company	YOLK FREE	Registered	78/149,448	7/31/2002	2,747,253	8/5/2003
Meal Preparation, Inc.	CANE PATCH	Registered	74/697,000	7/3/1995	1,995,166	8/20/1996
Meal Preparation, Inc.	JACKAROO	Registered	74/570,513	9/7/1994	1,958,479	2/27/1996
Meal Preparation, Inc.	NATURALLY FRESH	Registered	73/429,799	6/13/1983	1,398,682	6/24/1986
Meal Preparation, Inc.	NATURALLY FRESH	Registered	78/781,081	12/27/2005	3,266,318	7/17/2007
Meal Preparation, Inc.	NATURALLY FRESH	Registered	73/259,805	4/28/1980	1,254,865	10/18/1983
Meal Preparation, Inc.	NORTHWOODS	Registered	74/700,766	7/13/1995	2,009,770	10/22/1996
Meal Preparation, Inc.	OH! BOY	Registered	74/700,767	7/13/1995	2,002,655	9/24/1996
Meal Preparation, Inc.	OH! BOY (Stylized)	Registered	72/095,635	4/22/1960	739,442	10/16/1962
Meal Preparation, Inc.	OH! BOY (Stylized)	Registered	71/204,630	10/30/1924	197,035	4/7/1925
Meal Preparation, Inc.	OLD PLANTATION	Registered	74/700,763	7/13/1995	2,002,654	9/24/1996
Meal Preparation, Inc.	PROUD PRODUCTS	Registered	73/627,748	11/18/1986	1,456,688	9/8/1987
Meal Preparation, Inc.	RAVARINO	Registered	87/284,082	12/29/2016	5,313,596	10/17/2017
Meal Preparation, Inc.	RIVERWALK CANTINA	Registered	78/589,745	3/17/2005	3,169,901	11/7/2006
Meal Preparation, Inc.	RODDENBERY'S	Registered	74/700,765	7/13/1995	2,001,046	9/17/1996
Meal Preparation, Inc.	ROD'S	Registered	77/755,059	6/9/2009	3,920,522	2/15/2011
Meal Preparation, Inc.	ROD'S (Stylized)	Registered	71/690,197	6/24/1955	646,185	5/28/1957
Meal Preparation, Inc.	SAN ANTONIO FARMS	Registered	85/363,052	7/5/2011	4,074,335	12/20/2011
Meal Preparation, Inc.	VAN DE WALLE FARMS	Registered	76/502,515	3/31/2003	2,816,704	2/24/2004

[Schedule A to Partial Release of Trademark Security Agreement]