

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM770949

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
U.S. Flue-Cured Tobacco Growers, Inc.		07/14/2022	Corporation: NORTH CAROLINA
Premier Manufacturing, Inc.		07/14/2022	Corporation: NORTH CAROLINA
King Maker Marketing, Inc.		07/14/2022	Corporation: NORTH CAROLINA
Franchise Wholesale Co., L.L.C.		07/14/2022	Limited Liability Company: NORTH CAROLINA

RECEIVING PARTY DATA

Name:	Truist Bank
Street Address:	150 S. Stratford Road
Internal Address:	4th Floor
City:	Winston-Salem
State/Country:	NORTH CAROLINA
Postal Code:	27104
Entity Type:	National Banking Association: NORTH CAROLINA

PROPERTY NUMBERS Total: 46

Property Type	Number	Word Mark
Registration Number:	3977487	CLOUD 9
Registration Number:	4798132	A ACE
Registration Number:	2958683	ACE
Registration Number:	1982447	CHECKERS
Registration Number:	4356778	CHECKERS
Registration Number:	1982441	
Registration Number:	3455154	GOLD CREST
Registration Number:	4408500	GOLD CREST GC
Registration Number:	3408667	HI-VAL
Registration Number:	2858686	HI-VAL
Registration Number:	4641355	HI-VAL
Registration Number:	3979655	WH
Registration Number:	4177036	WH

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	4199091	WH
Registration Number:	3496055	WILDHORSE
Registration Number:	3971853	WILDHORSE
Registration Number:	4177011	WILDHORSE
Registration Number:	4202808	WILDHORSE
Registration Number:	3541616	EXPERIENCE THE FREEDOM
Registration Number:	4006533	EXPERIENCE THE FREEDOM
Registration Number:	2014384	1ST CLASS
Registration Number:	3501659	
Registration Number:	4264230	
Registration Number:	3356754	ICE THE ULTIMATE MENTHOL
Registration Number:	3326727	MS. BLANCAS
Registration Number:	1780498	
Registration Number:	1926639	SHIELD
Registration Number:	4264241	SHIELD
Registration Number:	4264259	
Registration Number:	2044498	ULTRA BUY
Registration Number:	2659270	UB ULTRA BUY
Registration Number:	3124529	RADIANT BRONZE
Registration Number:	4264261	UB
Registration Number:	4859054	1839
Serial Number:	86933781	C CRESTON
Serial Number:	86933788	PASSPORT
Registration Number:	4489708	A PRODUCT OF US FARMERS
Registration Number:	3357473	1839
Registration Number:	3262786	1839
Registration Number:	3214015	CRESTON
Registration Number:	3163822	FACT
Registration Number:	4150539	PASSPORT
Registration Number:	0851898	DUPLEXAIRE
Serial Number:	86760371	US TOBACCO COOPERATIVE
Serial Number:	86874603	US TOBACCO COOPERATIVE
Serial Number:	86874600	US TC

CORRESPONDENCE DATA

Fax Number: 2158325619

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: 2155695619

Email: timothy.pecsenye@blankrome.com
Correspondent Name: Timothy D. Pecsénye (074658-22037 F.M.)
Address Line 1: Blank Rome LLP
Address Line 4: Philadelphia, PENNSYLVANIA 19103

ATTORNEY DOCKET NUMBER: 074658-22037

NAME OF SUBMITTER: Timothy D. Pecsénye

SIGNATURE: /Timothy D. Pecsénye/

DATE SIGNED: 11/30/2022

Total Attachments: 9

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TERMINATION AND RELEASE OF SECURITY INTEREST AND LIEN IN INTELLECTUAL PROPERTY

THIS TERMINATION AND RELEASE OF SECURITY INTEREST AND LIEN IN INTELLECTUAL PROPERTY (this “Release”), is dated as of July 14, 2022, and made by Truist Bank (“Administrative Agent”) as agent under that certain Credit Agreement dated as of September 27, 2013 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “Credit Agreement”) and the below-defined Security Agreement, in favor of U.S. Tobacco Cooperative Inc., a North Carolina corporation, Premier Manufacturing, Inc., a Missouri corporation, Franchise Wholesale Co., L.L.C., a Missouri limited liability company, King Maker Marketing, Inc., a New Jersey corporation, and U.S. Flue-Cured Tobacco Growers, Inc., a North Carolina corporation (collectively, the “Grantors”, and each, individually, a “Grantor”).

WHEREAS, pursuant to Credit Agreement and that certain (i) IP Security Agreement (Trademarks), dated as of September 27, 2013, by U.S. Tobacco Cooperative Inc., Premier Manufacturing, Inc. and U.S. Flue-Cured Tobacco Growers, Inc. in favor of Administrative Agent (the “First September 27, 2013 IP Security Agreement”), (ii) IP Security Agreement (Trademarks), dated as of September 27, 2013, by U.S. Tobacco Cooperative Inc., Premier Manufacturing, Inc. and U.S. Flue-Cured Tobacco Growers, Inc. in favor of Administrative Agent (the “Second September 27, 2013 IP Security Agreement”), (iii) Amended and Restated IP Security Agreement (Trademarks), dated as of March 24, 2016, by U.S. Tobacco Cooperative Inc., Premier Manufacturing, Inc. and U.S. Flue-Cured Tobacco Growers, Inc., in favor of Administrative Agent (the “Amended and Restated IP Security Agreement”), (iv) IP Security Agreement (Trademarks), dated as of March 24, 2016, by Franchise Wholesale Co., L.L.C. in favor of Administrative Agent (the “March 2016 IP Security Agreement”) and (v) IP Security Agreement (Trademarks), dated as of November 15, 2016, by King Maker Marketing, Inc. in favor of Administrative Agent (the “November 2016 IP Security Agreement”, and together with the First September 27, 2013 IP Security Agreement, Second September 27, 2013 IP Security Agreement, Amended and Restated IP Security Agreement and the March 2016 IP Security Agreement, collectively and individually as the context may require, the “Security Agreement”), and certain Other Documents, a security interest was granted by each Grantor, to Administrative Agent, in certain collateral, including the Specified IP Collateral (as hereinafter defined);

WHEREAS, the First September 27, 2013 IP Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office (the “USPTO”) on October 3, 2013, at Reel 005123 and Frame 0791;

WHEREAS, the Second September 27, 2013 IP Security Agreement was recorded in the Trademark Division of the USPTO on October 3, 2013, at Reel 005123 and Frame 0807;

WHEREAS, the Amended and Restated IP Security Agreement was recorded in the Trademark Division of the USPTO on March 25, 2016, at Reel 005757 and Frame 0927;

WHEREAS, the March 2016 IP Security Agreement was recorded in the Trademark Division of the USPTO on March 30, 2016, at Reel 005761 and Frame 0230;

WHEREAS, the November 2016 IP Security Agreement was recorded in the Trademark Division of the USPTO on November 15, 2016, at Reel 005921 and Frame 0243;

WHEREAS, Administrative Agent acknowledges full performance of the Obligations (as defined in the Credit Agreement) and accordingly has agreed to terminate, relinquish, discharge and release its

security interest in the Specified IP Collateral as defined below;

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Release, Lender hereby states as follows:

1. Definitions. The term “Specified IP Collateral,” as used herein, means all of the Grantors’ right, title and interest in such Grantor’s intellectual property, including, without limitation, that which is listed on Schedule A hereto.

2. Release of Security Interest. Administrative Agent hereby terminates, releases and discharges its security interest in the Specified IP Collateral and reassigns to the person or persons legally entitled thereto all of its right, title and interest in the Specified IP Collateral. Administrative Agent acknowledges that this Release may be filed with the USPTO or any other governmental office to evidence the termination and release granted by this Release.

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IN WITNESS WHEREOF, the Administrative Agent has caused this Release to be executed by their duly authorized officers as of the date first written above.

TRUIST BANK


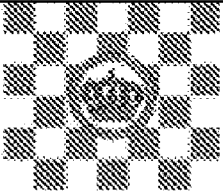

By: Jade K. Silver
Name: Jade K. Silver
Title: Senior Vice President

[Signature Page to Termination and Release of IP]







Schedule A

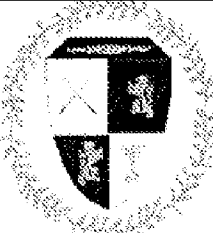





SPECIFIED IP COLLATERAL

Trademarks


Mark Name	Jurisdiction	Owner	Reg. Date (App. Date)	Reg. No. (App. No.)
CLOUD 9	United States	Franchise Wholesale Co., L.L.C.	June 14, 2011	3,977,487
A ACE and Design  RN: 4798132 SN: 86344018	United States	King Maker Marketing, Inc.	August 25, 2015	4,798,132
ACE	United States	King Maker Marketing, Inc.	May 31, 2005	2,958,683
CHECKERS	United States	King Maker Marketing, Inc.	June 25, 1996	1,982,447
CHECKERS	United States	King Maker Marketing, Inc.	June 25, 2013	4,356,778
	United States	King Maker Marketing, Inc.	June 25, 1996	1,982,441
GOLD CREST and Design 	United States	King Maker Marketing, Inc.	June 24, 2008	3,455,154
GOLD CREST GC and Design	United States	King Maker Marketing, Inc.	September 24, 2013	4,408,500

Mark Name	Jurisdiction	Owner	Reg. Date (App. Date)	Reg. No. (App. No.)
 GOLD CREST				
HI-VAL	United States	King Maker Marketing, Inc.	April 8, 2008	3,408,667
HI-VAL and Design  	United States	King Maker Marketing, Inc.	June 29, 2004	2,858,686
HI-VAL and Design 	United States	King Maker Marketing, Inc.	November 18, 2014	4,641,355
	United States	Premier Manufacturing, Inc.	June 14, 2011	3,979,655
	United States	Premier Manufacturing, Inc.	July 17, 2012	4,177,036
	United States	Premier Manufacturing, Inc.	August 28, 2012	4,199,091
WILDHORSE	United States	Premier Manufacturing, Inc.	September 2, 2008	3,496,055
WILDHORSE	United States	Premier Manufacturing, Inc.	May 31, 2011	3,971,853
WILDHORSE	United States	Premier Manufacturing, Inc.	July 17, 2012	4,177,011

Mark Name	Jurisdiction	Owner	Reg. Date (App. Date)	Reg. No. (App. No.)
WILDHORSE	United States	Premier Manufacturing, Inc.	September 4, 2012	4,202,808
EXPERIENCE THE FREEDOM	United States	Premier Manufacturing, Inc.	December 2, 2008	3,541,616
	United States	Premier Manufacturing, Inc.	August 2, 2011	4,006,533
WILDHORSE	European Community	Premier Manufacturing, Inc.	November 5, 2007	005476635
1ST CLASS	United States	Premier Manufacturing, Inc.	November 5, 1996	2,014,384
 (Gold)	United States	Premier Manufacturing, Inc.	September 16, 2008	3,501,659
 (Black and White)	United States	Premier Manufacturing, Inc.	December 25, 2012	4,264,230
	United States	Premier Manufacturing, Inc.	December 18, 2007	3,356,754
	United States	Premier Manufacturing, Inc.	October 30, 2007	3,326,726
	United States	Premier Manufacturing, Inc.	July 6, 1993	1,780,498

Mark Name	Jurisdiction	Owner	Reg. Date (App. Date)	Reg. No. (App. No.)
SHIELD	United States	Premier Manufacturing, Inc.	October 10, 1995	1,926,639
SHIELD	United States	Premier Manufacturing, Inc.	December 25, 2012	4,264,241
	United States	Premier Manufacturing, Inc.	December 25, 2012	4,264,259
ULTRA BUY	United States	Premier Manufacturing, Inc.	March 11, 1997	2,044,498
	United States	Premier Manufacturing, Inc.	December 10, 2022	2,659,270
	China	Premier Manufacturing, Inc.	October 7, 2003	3,124,529
	United States	Premier Manufacturing, Inc.	December 25, 2012	4,264,261
ULTRA BUY	United States	Premier Manufacturing, Inc.	December 25, 2012	4,264,264
1839	United States	Premier Manufacturing, Inc.	November 24, 2015	4,859,054
C. CRESTON and Design 	United States	Premier Manufacturing, Inc.	(March 9, 2016)	(86/933,781)
FACT (stylized) 	United States	Premier Manufacturing, Inc.	(March 9, 2016)	(86/933,792)

Mark Name	Jurisdiction	Owner	Reg. Date (App. Date)	Reg. No. (App. No.)
PASSPORT and Design 	United States	Premier Manufacturing, Inc.	(March 9, 2016)	(86/933,788)
A PRODUCT OF US FARMERS	United States	U.S. Flue-Cured Tobacco Growers, Inc.	February 25, 2014	4,489,708
1839	United States	U.S. Flue-Cured Tobacco Growers, Inc.	December 18, 2007	3,357,473
1839	United States	U.S. Flue-Cured Tobacco Growers, Inc.	July 10, 2007	3,262,786
CRESTON	United States	U.S. Flue-Cured Tobacco Growers, Inc.	February 27, 2007	3,214,015
FACT	United States	U.S. Flue-Cured Tobacco Growers, Inc.	October 24, 2006	3,163,822
PASSPORT	United States	U.S. Flue-Cured Tobacco Growers, Inc.	May 29, 2012	4,150,539
FACT	International Registration	U.S. Flue-Cured Tobacco Growers, Inc.	June 8, 2005	851898
1839	United States	U.S. Flue-Cured Tobacco Growers, Inc.	(TBD)	(TBD)
1839 (Stylized)	United States	U.S. Flue-Cured Tobacco Growers, Inc.	(TBD)	(TBD)
A PRODUCT OF US FARMERS	United States	U.S. Flue-Cured Tobacco Growers, Inc.	(July 27, 2012)	(85/688,801)
T (and Design)	United States	U.S. Flue-Cured Tobacco Growers, Inc.	(TBD)	(TBD)
TRAFFIC	United States	Premier Manufacturing, Inc.	September 24, 2013	4,406,649
	United States	U.S. Tobacco Cooperative Inc.	September 22, 2009	3,687,604
US TOBACCO COOPERATIVE & Design 	United States	U.S. Tobacco Cooperative Inc.	(September 17, 2015)	(86/760,371)
	United States	U.S. Tobacco Cooperative Inc.	(January 13, 2016)	(86/874,603)
	European Union	U.S. Tobacco Cooperative Inc.	January 15, 2016	014580369

Mark Name	Jurisdiction	Owner	Reg. Date (App. Date)	Reg. No. (App. No.)
	United States	U.S. Tobacco Cooperative Inc.	(January 13, 2016)	(86/874,600)