

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM812752

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Amy's Kitchen, Inc.		05/24/2023	Corporation: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Agent		
Street Address:	333 S. Hope Street, 19th Floor		
City:	Los Angeles		
State/Country:	CALIFORNIA		
Postal Code:	90071		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 22			
Property Type	Number	Word Mark	
Registration Number:	6535454		
Registration Number:	6458485	AMY'S	
Registration Number:	6451196	AMY'S KITCHEN	
Registration Number:	6451195	AMY'S	
Registration Number:	5698518	THE CANDY BARS YOU LOVED AS A KID JUST G	
Registration Number:	5368786	AMY'S DRIVE THRU	
Registration Number:	5350478		
Registration Number:	4942879	COOL SCOOPS	
Registration Number:	4914966	COOL SCOOPS	
Registration Number:	5176820	AMY'S DRIVE THRU	
Registration Number:	4923010	AMY'S	
Registration Number:	4743975	WE LOVE TO COOK FOR YOU	
Registration Number:	4320224	WE LOVE TO COOK FOR YOU	
Registration Number:	2946026	AMY'S	
Registration Number:	2954885	AMY'S KITCHEN	
Registration Number:	2465620	AMY'S KITCHEN	
Registration Number:	2459724	AMY'S	
Registration Number:	2384679	WHOLE MEALS	
Registration Number:	1893229	AMY'S	

OP \$565.00 6535454

Property Type	Number	Word Mark
Registration Number:	1885121	AMY'S
Registration Number:	1885120	AMY'S KITCHEN
Serial Number:	97800786	DON'T JUST HAVE A MEAL, DIG IN.

CORRESPONDENCE DATA

Fax Number: 7044448847
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: 213-457-9854
Email: ksaltrick@mcguirewoods.com
Correspondent Name: McGuireWoods LLP
Address Line 1: 355 S. Grand Avenue, Suite 4200
Address Line 2: Attention: Yoojin Lee, Esq.
Address Line 4: Los Angeles, CALIFORNIA 90071

NAME OF SUBMITTER:	YOOJIN LEE
SIGNATURE:	/S/ YOOJIN LEE
DATE SIGNED:	05/24/2023

Total Attachments: 9
source=15 BOA-AMY'S KITCHEN - IP Memorandum(174690475.1)#page1.tif
source=15 BOA-AMY'S KITCHEN - IP Memorandum(174690475.1)#page2.tif
source=15 BOA-AMY'S KITCHEN - IP Memorandum(174690475.1)#page3.tif
source=15 BOA-AMY'S KITCHEN - IP Memorandum(174690475.1)#page4.tif
source=15 BOA-AMY'S KITCHEN - IP Memorandum(174690475.1)#page5.tif
source=15 BOA-AMY'S KITCHEN - IP Memorandum(174690475.1)#page6.tif
source=15 BOA-AMY'S KITCHEN - IP Memorandum(174690475.1)#page7.tif
source=15 BOA-AMY'S KITCHEN - IP Memorandum(174690475.1)#page8.tif
source=15 BOA-AMY'S KITCHEN - IP Memorandum(174690475.1)#page9.tif

**MEMORANDUM AND NOTICE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

Dated as of: May 24, 2023

AMY'S KITCHEN, INC., a California corporation ("Borrower"), whose address is 1650 Corporate Circle, Petaluma, CA 94954, hereby acknowledges that it has granted to **BANK OF AMERICA, N.A.**, a national banking association ("Bank of America"), as agent for the financial institutions party from time to time as Lenders (in such capacity, "Agent"), whose address is 333 S. Hope Street, 19th Floor, Los Angeles, California 90071, a security interest in and to all of the Borrower's right, title and interest in and to (i) the trademarks and trademark applications which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by Borrower (the "Trademarks"), (ii) the patents and patent applications which are identified on Exhibit B attached hereto and herein incorporated by this reference owned by Borrower (the "Patents"), and (iii) the copyrights and copyright applications which are identified on Exhibit C attached hereto and herein incorporated by this reference owned by Borrower ("Copyrights"), together with the goodwill and assets of the business, as set forth in the Loan Agreement (as defined below).

The terms and conditions of the aforementioned security interest are contained in that certain Loan and Security Agreement dated as of the date hereof (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Loan Agreement"), by and among, Borrower, as obligor, the other obligors from time to time party thereto, the financial institutions from time to time party thereto as Lenders and Agent, as security for the Obligations as set forth in the Loan Agreement and the other agreements referred to therein. Nothing contained in this Memorandum and Notice of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which Agent may have in any other collateral described in the Loan Agreement or otherwise. Capitalized terms that are undefined herein have the meanings ascribed thereto in the Loan Agreement.

The parties hereby agree that this Memorandum and Notice of Security Interest in Intellectual Property shall be governed by the laws of the State of New York, without giving effect to any conflict of law principles (other than Section 5-1401 of the New York General Obligations Law), and Sections 14.14, 14.15 and 14.16 of the Loan Agreement are hereby incorporated by reference. Borrower hereby authorizes the filing of this Memorandum and Notice of Security Interest in Intellectual Property with the United States Patent and Trademark Office and the United States Copyright Office.

[Remainder of page intentionally left blank; signature pages follow.]

IN WITNESS WHEREOF, the undersigned has duly executed this Memorandum and Notice of Security Interest in Intellectual Property as of the date first written above.

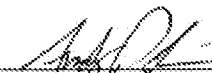
BORROWER:

AMY'S KITCHEN, INC.,
a California corporation

By: 
Name: Peter Wong
Title: Chief Financial Officer and Secretary

AGENT:

BANK OF AMERICA, N.A., as Agent

By:  _____

Name: Andrew Polancic


Title: Vice President

EXHIBIT A

Trademark Registrations and Applications

Country	Serial No.	Filing date	Registration No.	Registration date	Mark	Registrant/Owner
US	97800786	2/17/2023	-	-	DON'T JUST HAVE A MEAL, DIG IN	Amy's Kitchen, Inc.
US	90394568	12/18/2020	6535454	10/26/2021		Amy's Kitchen, Inc.
US	87897235	4/27/2018	6458485	8/24/2021	AMY'S	Amy's Kitchen, Inc.
US	87898333	4/27/2018	6451196	8/17/2021	AMY'S KITCHEN	Amy's Kitchen, Inc.
US	87897247	4/27/2018	6451195	8/17/2021	AMY'S	Amy's Kitchen, Inc.
US	87673748	11/6/2017	5698518	3/12/2019	THE CANDY BARS YOU LOVED AS A KID JUST GOT BETTER	Amy's Kitchen, Inc.
US	87452238	5/16/2017	5368786	1/02/2018	AMY'S DRIVE THRU	Amy's Kitchen, Inc.
US	87448307	5/12/2017	5350478	12/5/2017		Amy's Kitchen, Inc.
US	86630099	5/14/2015	4942879	4/19/2016	COOL SCOOPS	Amy's Kitchen, Inc.
US	86482404	12/16/2014	4914966	3/8/2016	COOL SCOOPS	Amy's Kitchen, Inc.
US	86462117	11/21/2014	5176820	4/4/2017	AMY'S DRIVE THRU	Amy's Kitchen, Inc.
US	85339258	6/6/2011	4923010	3/22/16	AMY'S	Amy's Kitchen, Inc.
US	85693064	8/1/2012	4743975	5/26/2015	WE LOVE TO COOK FOR YOU	Amy's Kitchen, Inc.
US	85678173	7/16/2012	4320224	4/16/2013	WE LOVE TO COOK FOR YOU	Amy's Kitchen, Inc.
US	78337343	12/5/2003	2946026	5/3/2005	AMY'S	Amy's Kitchen, Inc.
US	78337338	12/5/2003	2954885	5/24/2005	AMY'S KITCHEN	Amy's Kitchen, Inc.
US	76057946	5/26/2000	2465620	7/3/2001	AMY'S KITCHEN	Amy's Kitchen, Inc.
US	76057945	5/26/2000	2459724	06/12/2001	AMY'S	Amy's Kitchen, Inc.
US	75550076	9/8/1998	2384679	9/12/2000	WHOLE MEALS	Amy's Kitchen, Inc.
US	74471211	12/20/1993	1893229	5/9/1995	AMY'S	Amy's Kitchen, Inc.
US	74466425	12/7/1993	1885121	3/21/1995	AMY'S	Amy's Kitchen, Inc.
US	74466418	12/7/1993	1885120	3/21/1995	AMY'S KITCHEN	Amy's Kitchen, Inc.
IS	V0111433	12/9/2018	V0111433	1/15/2020	AMY'S	Amy's Kitchen, Inc.

Country	Serial No.	Filing date	Registration No.	Registration date	Mark	Registrant/Owner
AU	1973928	10/9/2018	1973928	10/9/2018	AMY'S	Amy's Kitchen, Inc.
WO	1437497		1437497	09/10/2018	AMY'S	Amy's Kitchen, Inc.
WO	1437567		1437567	09/10/2018	AMY'S	Amy's Kitchen, Inc.
WO	1436256		1436256	09/10/2018	AMY'S KITCHEN	Amy's Kitchen, Inc.
CA	1898795		TMA1091228	1/8/2021	AMY'S KITCHEN	Amy's Kitchen, Inc.
CA	1898806		TMA1091235	1/8/2021	AMY'S	Amy's Kitchen, Inc.
CA	1898475				AMY'S	Amy's Kitchen, Inc.
CA	1898515				AMY'S KITCHEN	Amy's Kitchen, Inc.
NZ	1069419	6/20/2017	1069419	12/21/2017	AMY'S	Amy's Kitchen, Inc.
NZ	1069418	6/20/2017	1069418	12/21/2017	AMY'S KITCHEN	Amy's Kitchen, Inc.
EU	014108716	5/22/2015	014108716	9/11/2015	COOL SCOOPS	Amy's Kitchen, Inc.
EU	014108633	5/22/2015	014108633	9/14/2015	COOL SCOOPS	Amy's Kitchen, Inc.
ID	D002014010042	3/7/2014	IDM000648252	7/10/2019	AMY'S KITCHEN	Amy's Kitchen, Inc.
ID	D002014010041	3/7/2014			AMY'S	Amy's Kitchen, Inc.
EU	011508173	1/22/2013	011508173	6/20/2013	WE LOVE TO COOK FOR YOU	Amy's Kitchen, Inc.
CH	61732/2011	10/19/2011	626401	2/29/2012	AMY'S KITCHEN	Amy's Kitchen, Inc.
CH	61734/2011	10/19/2011	626400	2/29/2012	AMY'S	Amy's Kitchen, Inc.
MX	0119851009592	5/29/2009	1247056	10/31/2011	AMY'S	Amy's Kitchen, Inc.
MX	0119850944165	6/27/2008	1443435	3/27/2014	AMY'S	Amy's Kitchen, Inc.
MX	0119850944166	6/27/2008	1443436	3/27/2014	AMY'S KITCHEN	Amy's Kitchen, Inc.
MX	0119850902096	12/13/2007	1086151	2/20/2009	AMY'S	Amy's Kitchen, Inc.
MX	0119850902099	12/13/2007	1086152	2/20/2009	AMY'S KITCHEN	Amy's Kitchen, Inc.
IL	204408	10/7/2007	204408	3/8/2009	AMY'S	Amy's Kitchen, Inc.
IL	204407	10/7/2007	204407	3/8/2009	AMY'S	Amy's Kitchen, Inc.
IL	204406	10/7/2007	204406	4/23/2009	AMY'S KITCHEN	Amy's Kitchen, Inc.
IL	204405	10/7/2007	204405	4/23/2009	AMY'S KITCHEN	Amy's Kitchen, Inc.
MY	04015642	10/13/2004	04015642	10/13/2004	AMY'S KITCHEN	Amy's Kitchen, Inc.
MY	04015643	10/13/2004	04015643	10/13/2004	AMY'S KITCHEN	Amy's Kitchen, Inc.
MY	04015644	10/13/2004	04015644	10/13/2004	AMY'S	Amy's Kitchen, Inc.
MY	04015645	10/13/2004	04015645	10/13/2004	AMY'S	Amy's Kitchen, Inc.
SG	T0415541J	9/16/2004	T0415541J	9/16/2004	AMY'S	Amy's Kitchen, Inc.
SG	T0415546A	9/16/2004	T0415546A	9/16/2004	AMY'S KITCHEN	Amy's Kitchen, Inc.

Country	Serial No.	Filing date	Registration No.	Registration date	Mark	Registrant/Owner
SG	T0415544E	9/16/2004	T0415544E	9/16/2004	AMY'S KITCHEN	Amy's Kitchen, Inc.
SG	T0415542I	9/16/2004	T0415542I	9/16/2004	AMY'S	Amy's Kitchen, Inc.
EU	001134550	4/12/1999	001134550	7/31/2000	AMY'S KITCHEN	Amy's Kitchen, Inc.
EU	000999011	11/24/1998	000999011	9/5/2001	AMY'S	Amy's Kitchen, Inc.
CA	1349602		TMA711671	4/11/2008	AMY'S	Amy's Kitchen, Inc.
CA	1117289		TMA588229	8/26/2003		Amy's Kitchen, Inc.
CA	1021126				AMY'S	Amy's Kitchen, Inc.
CA	1021125				AMY'S KITCHEN	Amy's Kitchen, Inc.
AU	791310	4/15/1999	791310	4/15/1999	AMY'S	Amy's Kitchen, Inc.
AU	791309	4/15/1999	791309	4/15/1999	AMY'S KITCHEN	Amy's Kitchen, Inc.
IS	2712/2011	10/3/2011	V0083343	12/1/2011	AMY'S KITCHEN	Amy's Kitchen, Inc.
IS	2713/2011	10/3/2011	V0083342	12/1/2011	AMY'S	Amy's Kitchen, Inc.
China	10786355	4/18/2012	10786355	6/7/2014	AMY'S KITCHEN	Amy's Kitchen, Inc.
China	10786357	4/18/2012	10786357	3/28/2015	AMY'S	Amy's Kitchen, Inc.
Bermuda	57301	10/22/2018	57301	10/21/2020	AMY'S	Amy's Kitchen, Inc.
Bermuda	57302	10/22/2018	57302	10/21/2020	AMY'S	Amy's Kitchen, Inc.
India	1370661	7/12/2005	659736	7/12/2005	AMY'S KITCHEN	Amy's Kitchen, Inc.
India	1370660	7/12/2005	752812	9/10/2008	AMY'S and AMY'S (stylized)	Amy's Kitchen, Inc.
Japan	119848-1994	11/29/1994	4292273	7/9/1999	AMY'S KITCHEN	Amy's Kitchen, Inc.
Japan	119847-1994	11/29/1994	4834390	1/21/2005	AMY'S	Amy's Kitchen, Inc.
Hong Kong		3/27/2012	302203938	3/27/2012	AMY'S	Amy's Kitchen, Inc.
Norway	201111175	10/4/2011	264609	3/23/2012	AMY'S KITCHEN	Amy's Kitchen, Inc.
Norway	201111176	10/4/2011	264610	3/23/2012	AMY'S	Amy's Kitchen, Inc.
Qatar	126763	10/26/2018	126763	6/28/2021	AMY'S	Amy's Kitchen, Inc.
Qatar	126762	10/26/2018	126762	9/2/2019	AMY'S	Amy's Kitchen, Inc.
South Africa	2011/26419	10/19/2011	2011/26419	10/25/2013	AMY'S KITCHEN	Amy's Kitchen, Inc.
South Africa	2011/26420	10/19/2011	2011/26420	10/25/2013	AMY'S KITCHEN	Amy's Kitchen, Inc.
South Africa	2011/26417	10/19/2011	2011/26417	2/28/2014	AMY'S	Amy's Kitchen, Inc.
South Africa	2011/26418	10/19/2011	2011/26418	2/28/2014	AMY'S	Amy's Kitchen, Inc.
Taiwan	101023121	4/27/2012	1579217	5/16/2013	AMY'S KITCHEN	Amy's Kitchen, Inc.

Country	Serial No.	Filing date	Registration No.	Registration date	Mark	Registrant/Owner
Taiwan	101023122	4/27/2012	1579218	5/16/2013	AMY'S	Amy's Kitchen, Inc.
Thailand	567884	10/3/2004	TM235176	2/2/2006	AMY'S KITCHEN	Amy's Kitchen, Inc.
Thailand	567885	10/3/2004	TM235957	2/14/2006	AMY'S KITCHEN	Amy's Kitchen, Inc.
Thailand	567886	10/3/2004	TM235177	2/2/2006	AMY'S	Amy's Kitchen, Inc.
Thailand	567887	10/3/2004	TM235178	2/2/2006	AMY'S	Amy's Kitchen, Inc.
Thailand	567888	10/3/2004	TM235179	2/2/2006	AMY'S (stylized)	Amy's Kitchen, Inc.
Thailand	567889	10/3/2004	TM235180	2/2/2006	AMY'S (stylized)	Amy's Kitchen, Inc.
Turkey	2011/79054	10/6/2011	2011/79054	1/9/2013	AMY'S KITCHEN	Amy's Kitchen, Inc.
Turkey	2011/79079	10/6/2011	2011/79079	1/9/2013	AMY'S	Amy's Kitchen, Inc.
United Kingdom	UK00914108633	5/22/2015	UK00914108633	9/14/2015	COOL SCOOPS	Amy's Kitchen, Inc.
United Kingdom	UK00914108716	5/22/2015	UK00914108716	9/11/2015	COOL SCOOPS & Design	Amy's Kitchen, Inc.
United Kingdom	UK00911508173	1/22/2013	UK00911508173	6/20/2013	WE LOVE TO COOK FOR YOU	Amy's Kitchen, Inc.
United Kingdom	UK00901134550	4/12/1999	UK00901134550	7/31/2000	AMY'S KITCHEN	Amy's Kitchen, Inc.
United Kingdom	UK00900999011	11/24/1998	UK00900999011	9/5/2002	AMY'S	Amy's Kitchen, Inc.
Viet Nam	4-2004-12119	11/4/2004	74955	9/5/2006	AMY'S KITCHEN	Amy's Kitchen, Inc.
Viet Nam	4-2004-12120	11/4/2004	74956	9/5/2006	AMY'S KITCHEN	Amy's Kitchen, Inc.
Viet Nam	4-2004-12121	11/4/2004	74957	9/5/2006	AMY'S and AMY'S (stylized)	Amy's Kitchen, Inc.
Viet Nam	4-2004-12122	11/4/2004	74958	9/5/2006	AMY'S and AMY'S (stylized)	Amy's Kitchen, Inc.
Bahrain	1437497	10/9/2018			AMY'S	Pending
France	1437497	10/9/2018	1437497	10/9/2018	AMY'S	Amy's Kitchen, Inc.
United Kingdom	1437497	10/9/2018	1437497	7/16/2019	AMY'S	Amy's Kitchen, Inc.
Republic of Korea	1437497	10/9/2018	1437497	10/9/2018	AMY'S	Amy's Kitchen, Inc.
Australia	1437567	10/9/2018	1973928	7/15/2019	AMY'S (Happy Stylized)	Amy's Kitchen, Inc.
European Union Trademark and Designs Office	1437567	10/9/2018	1437567	12/6/2018	AMY'S (Happy Stylized)	Amy's Kitchen, Inc.
France	1437567	10/9/2018	1437567	10/9/2018	AMY'S (Happy Stylized)	Amy's Kitchen, Inc.
United Kingdom	1437567	10/9/2018	1437567	10/9/2018	AMY'S (Happy Stylized)	Amy's Kitchen, Inc.
Iceland	1437567	10/9/2018	1437567	1/28/2020	AMY'S (Happy Stylized)	Amy's Kitchen, Inc.
Japan	1437567	10/9/2018	1437567	6/11/2020	AMY'S (Happy Stylized)	Amy's Kitchen, Inc.
France	1436256	10/9/2018	1436256	10/9/2018	AMY'S KITCHEN	Amy's Kitchen, Inc.
United Kingdom	1436256	10/9/2018	1436256	10/9/2018	AMY'S KITCHEN	Amy's Kitchen, Inc.

EXHIBIT B

Patent Registrations and Applications

None.

EXHIBIT C

Copyright Registrations and Applications

Borrower	Title	Registration Number	Registration Date
Amy's Kitchen, Inc.	Amy's broccoli & cheese in a pocket sandwich.	VA0000999648	5/22/2000
Amy's Kitchen, Inc.	Cool Scoops Logo.	VA0001983629	8/13/2015

TRADEMARK

REEL: 008083 FRAME: 0151