

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Release by Secured Party, JPMorgan Chase Bank, N.A., previously recorded at Reel 3410, Frame 0585

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
JPMorgan Chase Bank, N.A.		07/09/2010	national banking association:

**RECEIVING PARTY DATA**

<b>Name:</b>	Premier Bakers, Inc.
<b>Street Address:</b>	145 South State College Boulevard
<b>Internal Address:</b>	Suite 200
<b>City:</b>	Brea
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	92821
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 6**

Property Type	Number	Word Mark
Serial Number:	78574664	PREMIER BAKERS
Registration Number:	3124302	CARB
Registration Number:	3130568	CARB KEEP YOUR CARBS IN CHECK
Serial Number:	78318810	CARB CHECK
Registration Number:	2049030	GOLDEN CLASSICS
Registration Number:	1333464	NATURE'S GRAIN

**CORRESPONDENCE DATA**

Fax Number: (312)862-2200  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 312-862-2000  
 Email: dgasiorowski@kirkland.com  
 Correspondent Name: Kirkland & Ellis LLP  
 Address Line 1: 300 North LaSalle Street  
 Address Line 2: c/o Donna Gasiorowski, Sr. Legal Asst.

**900167474**

**TRADEMARK  
 REEL: 004246 FRAME: 0191**

**CH \$165.00 78574664**

Address Line 4: Chicago, ILLINOIS 60654

ATTORNEY DOCKET NUMBER:	11236-2 1I DRG
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NAME OF SUBMITTER:	Donna Gasiorowski
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Signature:	/Donna Gasiorowski/
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Date:	07/21/2010
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**Total Attachments: 5**

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**TERMINATION AND RELEASE OF SECURITY INTEREST  
IN TRADEMARK RIGHTS**

TERMINATION AND RELEASE effective as of July 9, 2010 (the "effective date") JPMorgan Chase Bank, N.A., a national banking association, as Administrative Agent (the "Administrative Agent") for certain banks and other financial institutions (the "Lenders"), to Premier Bakers, Inc., a Delaware corporation (the "Obligor").

WITNESSETH:

WHEREAS, pursuant to the First Lien Guarantee and Collateral Agreement, dated as of September 29, 2006, made by the Grantors (as defined therein, including Obligor) in favor of the Administrative Agent (the "Collateral Agreement"), a security interest (the "Security Interest") was granted by the Grantors to the Administrative Agent in certain collateral, including the Trademark Collateral (as hereinafter defined);

WHEREAS, pursuant to that certain Grant of First Lien Security Interest in Trademark Rights dated as of September 29, 2006, among the Administrative Agent and Obligor (the "Security Agreement"), Obligor, by reference to the Collateral Agreement, reaffirmed Grantors' intent to grant a Security Interest to the Administrative Agent specifically in certain Trademark Collateral;

WHEREAS, the Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on October 17, 2006, at Reel 3410 and Frame 0585; and

WHEREAS, the Obligor has requested that the Administrative Agent terminate and release the entirety of the Security Interest in the Trademark Collateral (as hereinafter defined);

NOW, THEREFORE, for good and valuable consideration including the satisfaction of all obligations, indebtedness and liabilities secured by the Trademark Collateral, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Termination and Release, the Administrative Agent hereby states as follows:

1. Definitions. The term "Trademark Collateral," as used herein, shall mean all of the Obligor's right, title and interest of every kind and nature as of the date hereof in the trademarks listed on Schedule A hereto.


2. Release of Security Interest. The Administrative Agent hereby terminates, releases and discharges the Security Interest in the Trademark Collateral, and any right, title or interest of the Administrative Agent in such Trademark Collateral shall hereby cease and become void.

3. Further Assurances. The Administrative Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect the release of the Security Interest contemplated hereby.

*[Remainder of page intentionally left blank.]*

IN WITNESS WHEREOF, the undersigned has executed this Termination and Release by its duly authorized officer as of the date first above written.

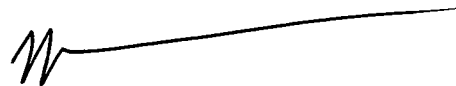
JPMORGAN CHASE BANK, N.A., as  
Administrative Agent

By:   
Name:  
Title: **LING LI**  
**Vice President**

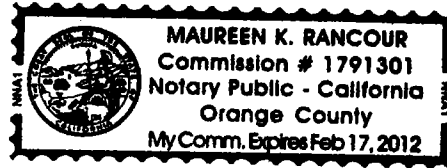
STATE OF CALIFORNIA )  
 )  
COUNTY OF ORANGE )

SS.:

On this 2<sup>ND</sup> day of JULY 2010, before me personally appeared  
LING LI to me known who, being by me duly sworn, did depose and say  
that he/she is VICE PRESIDENT of JPMorgan Chase Bank, N.A. described  
herein and which executed the foregoing instrument, and that he/she signed his/her name  
thereto pursuant to the authority granted by JPMorgan Chase Bank, N.A.

  
\_\_\_\_\_  
Notary Public

(Affix Seal Below)



**Schedule A**

**U.S. Trademark Applications and Registrations**

<b>Title</b>	<b>Reg./App. No.</b>
PREMIER BAKERS	78/574,664 <sup>+</sup>
CARB AND DESIGN	3,124,302*
CARBS KEEP YOUR CARBS IN CHECK AND DESIGN	78/328,935 3,130,568
CARB CHECK	78/318,810
GOLDEN CLASSICS	2,049,030
NATURE'S GRAIN	1,333,464

<sup>+</sup> This mark was incorrectly listed in the Security Agreement as Reg. No. 3,124,302, and has been abandoned.

\* This mark was incorrectly listed in the Security Agreement as Reg. No. 3,130,568.