

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
BLAND FARMS, LLC		02/25/2014	LIMITED LIABILITY COMPANY: GEORGIA
GEORGIA AGRI-SALES, LLC		02/25/2014	LIMITED LIABILITY COMPANY: GEORGIA

RECEIVING PARTY DATA

Name:	BMO HARRIS BANK N.A., as Administrative Agent
Street Address:	111 West Monroe Street
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60603
Entity Type:	A National Banking Association: UNITED STATES

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Serial Number:	77331666	SWEETLAND FARMS
Serial Number:	85549497	BLAND FARMS
Serial Number:	74211197	BLAND FARMS
Serial Number:	85578287	VIDALIA · BRANDS ·
Serial Number:	76376873	VIDALIA BRANDS
Serial Number:	73780619	THEY ONLY MAKE YOU CRY WHEN THEY'RE GONE
Serial Number:	77946318	BITS
Serial Number:	77904177	BELLVILLE AGRI-SOLUTIONS GROW GREENER.

CORRESPONDENCE DATA

Fax Number: 6785532602

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

TRADEMARK

900281168

REEL: 005223 FRAME: 0546

CH \$215.00 77331666

Phone: 6785532601
Email: jimmarl@gtlaw.com
Correspondent Name: LaShana C. Jimmar
Address Line 1: Greenberg Traurig, LLP
Address Line 2: 3333 Piedmont Road, NE, Suite 2500
Address Line 4: Atlanta, GEORGIA 30305

ATTORNEY DOCKET NUMBER:	148444.010100
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NAME OF SUBMITTER:	LaShana C. Jimmar
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Signature:	/LaShana C. Jimmar/
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Date:	02/25/2014
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Total Attachments: 5
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TRADEMARK COLLATERAL AGREEMENT

This 25th day of February, 2014, BLAND FARMS, LLC, a Georgia limited liability company and GEORGIA AGRI-SALES, LLC F/K/A GEORGIA AGRI-SALES, INC., a Georgia limited liability company (each a "*Debtor*" and collectively "*Debtors*"), in consideration of ten dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, grants to BMO HARRIS BANK N.A. ("*BMO*"), acting as administrative agent for the Secured Parties defined in that certain Security Agreement hereinafter defined (BMO acting as such administrative agent and any successor or successors to BMO acting in such capacity being hereinafter referred to as "*Agent*"), a lien on, and a continuing security interest in, the following property:

(i) Each trademark, trademark registration and trademark application listed on Schedule A-1 hereto, and all of the goodwill of the business connected with the use of, and symbolized by, each such trademark, trademark registration and trademark application; and

(ii) Each trademark license listed on Schedule A-2 hereto and all royalties and other sums due or to become due under or in respect of each such trademark license, together with the right to sue for and collect all such royalties and other sums; and

(iii) All proceeds of the foregoing, including without limitation any claim by any Debtor against third parties for damages by reason of past, present or future infringement of any trademark or trademark registration listed on Schedule A-1 hereto or of any trademark licensed under a trademark license listed on Schedule A-2 or by reason of injury to the goodwill associated with any such trademark, trademark registration or trademark license, in each case together with the right to sue for and collect said damages;

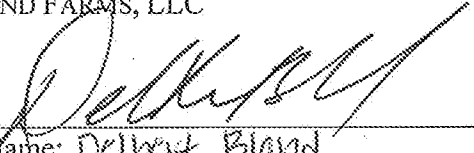
to secure performance of all Secured Obligations of Debtors as set out in that certain General Security Agreement dated as of the date hereof among Debtors, the other debtors party thereto and the Agent, as the same has been or may be amended, restated, supplemented or otherwise modified from time to time (the "*Security Agreement*"; capitalized terms used herein and not otherwise defined shall have the meanings given such terms in the Security Agreement).

Each Debtor does hereby further acknowledge and affirm that the rights and remedies of Agent with respect to the security interest in the trademarks, trademark registrations, trademark applications and trademark licenses made and granted hereby are more fully set forth in the Security Agreement and in the event of any conflict or ambiguity between this Trademark Collateral Agreement and the Security Agreement, the Security Agreement shall control.

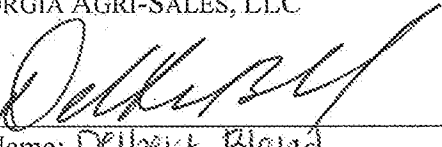
[SIGNATURE PAGES TO FOLLOW]

IN WITNESS WHEREOF, Each Debtor has caused this Trademark Collateral Agreement to be duly executed as of the date and year last above written.

BLAND FARMS, LLC

By 
Name: Delbert Bland
Title: President

GEORGIA AGRI-SALES, LLC

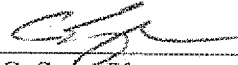
By 
Name: Delbert Bland
Title: President

TRADEMARK COLLATERAL AGREEMENT

TRADEMARK
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Accepted and agreed as of the day and year last above written.

BMO HARRIS BANK N.A., as Administrative
Agent

By 
Name: C. Scott Place
Title: Director

TRADEMARK COLLATERAL AGREEMENT

TRADEMARK
REEL: 005223 FRAME: 0550

**SCHEDULE A-1
TO TRADEMARK COLLATERAL AGREEMENT**

**REGISTERED TRADEMARKS
AND TRADEMARK APPLICATIONS**

<u>Grantor</u>	<u>Trademark</u>	<u>Trademark Application Number</u>	<u>Trademark Registration Number</u>	<u>Date of Application</u>	<u>Date of Registration</u>
Georgia Agri-Sales, LLC f/k/a Georgia Agri-Sales, Inc.	Sweetland Farms	77-331,666	3,566,622	November 16, 2007	January 27, 2009
Bland Farms, LLC	Bland Farms	85-549,497	Pending	February 22, 2012	Pending
Bland Farms, LLC	Bland Farms	74-211,197	1,720,501	October 10, 1991	September 29, 1992
Bland Farms, LLC	Vidalia Brands	85-578,287	Pending	March 23, 2012	Pending
Bland Farms, LLC	Vidalia Brands	76-376,873	2,812,194	February 28, 2002	February 10, 2004
Bland Farms, LLC	They only make you cry when they're gone	73-780,619	1,635,641	February 13, 1989	February 19, 1991
Bland Farms, LLC	Bits	77-946,318	Pending	February 26, 2010	Pending
Bland Farms, LLC	Bellville	77-904,177	Pending	January 4, 2010	Pending

**SCHEDULE A-2
TO TRADEMARK COLLATERAL AGREEMENT**

TRADEMARK LICENSES

None.