

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM617776

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Fifth Third Bank, National Association, as Agent	FORMERLY Fifth Third Bank	12/30/2020	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	Premier Specialty Brands, LLC		
Street Address:	2865 N. Berkeley Lake Road, NW, Suite 6		
City:	Duluth		
State/Country:	GEORGIA		
Postal Code:	30096		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	5224961		
Registration Number:	4972422	DIVIDE & CONQUER	
Registration Number:	4968076	KAMADOJOE	
Registration Number:	4946110	KAMADOJOE	
CORRESPONDENCE DATA			
Fax Number:	2025339099		
<i>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.</i>			
Phone:	2024678800		
Email:	behogue@vorys.com		
Correspondent Name:	Vorys, Sater, Seymour and Pease LLP		
Address Line 1:	P.O. Box 2255 -- IPLAW@Vorys		
Address Line 2:	Attn: Laura T. Geyer		
Address Line 4:	Columbus, OHIO 43216-2255		
ATTORNEY DOCKET NUMBER:	05252-1112		
NAME OF SUBMITTER:	Bernice Hogue		
SIGNATURE:	/bernice hogue/		
DATE SIGNED:	12/31/2020		
Total Attachments: 5			

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**TERMINATION AND RELEASE OF
TRADEMARK SECURITY AGREEMENT**

THIS TERMINATION AND RELEASE OF TRADEMARK SECURITY AGREEMENT (this "Termination and Release") is made as of the 30th of December, 2020, by FIFTH THIRD BANK, NATIONAL ASSOCIATION, formerly known as Fifth Third Bank, in its capacity as Agent for the benefit of the Secured Creditors (as defined in the Credit Agreement, as defined below) ("Agent") to PREMIER SPECIALTY BRANDS, LLC, a Delaware limited liability company ("Debtor"). Capitalized terms used in this Termination and Release and not otherwise defined herein have the meanings specified in the Trademark Security Agreement (as hereinafter defined).

WITNESSETH:

WHEREAS, pursuant to that certain Second Amended and Restated Credit Agreement, dated as of September 7, 2018, (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Credit Agreement"), by and among Debtor, the other borrower named therein, Agent, the LC Issuer and the Lenders, Debtor executed that certain Trademark Security Agreement, dated as of September 7, 2018 (as amended, restated, supplemented or otherwise modified from time to time, the "Trademark Security Agreement"), which was recorded in the United States Patent and Trademark Office at Reel 6541, Frame 0001 on December 3, 2018, pursuant to which Debtor granted a security interest to Agent in the Trademark Collateral, including certain trademarks and/or trademark applications listed on Schedule A attached hereto and made a part hereof; and

WHEREAS, Agent now desires to terminate and release its security interest in the Trademark Collateral and reassign any and all rights, title, and interest in the same to Debtor.

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

1. Agent releases its security interest in all of Debtor's right, title and interest in and to the Trademark Collateral, including those Trademarks set forth on Schedule A.
2. If and to the extent that Agent has acquired any right, title or interest in or to any of the Trademark Collateral, Agent hereby reassigns, grants and conveys to Debtor, without any representation, warranty, recourse or undertaking by Agent, any and all of its right, title, and interest in and to the Trademark Collateral (including without limitation those Trademarks set forth on Schedule A), along with any goodwill in the Trademark Collateral that Agent may have acquired.

3. This Termination and Release, and any claims, controversy, dispute or cause of action (whether in contract or tort or otherwise) based upon, arising out of, or relating to this Termination and Release and the transactions contemplated hereby and thereby shall be governed by, and construed in accordance with, the law of the State of Ohio without regard to conflict of laws principles thereof.

[Signature Appears on the Following Page]

IN WITNESS WHEREOF, Agent has caused this Termination and Release to be duly executed and delivered as of the date first above written.

AGENT:

**FIFTH THIRD BANK, NATIONAL
ASSOCIATION**

By: 

Name: Frank Perez

Title: Vice President

SCHEDULE A


TRADEMARKS

[Please See Attached]

SCHEDULE I

TRADEMARKS AND LICENSES

U.S. Federally-Registered Trademarks and Trademark Applications

Mark	Serial No.	Filing Date	Registration No.	Registration Date
	87148914	08/24/2016	5224961	06/13/2017
DIVIDE & CONQUER	86767741	09/24/2015	4972422	06/07/2016
KAMADOJOE	86759435	09/17/2015	4968076	05/31/2016
KAMADOJOE	86759438	09/17/2015	4946110	04/26/2016

Foreign Registered Trademarks and Trademark Applications

Trademark	Country	Trademark No.	Registration Date or [Filing Date]
KAMADOJOE	European Community	014568364	1/10/2016
KAMADOJOE	Canada	1,752,514	3/03/2017
KAMADOJOE	Australia	1,722,864	9/09/2015
KAMADOJOE (Classes 4, 21, 30)	Russian Federation	2017707904	2/28/2018
KAMADOJOE	New Zealand	1061647	03/02/2017
KAMADOJOE (Class 11)	China	[24318096]	[05/25/2017]
KAMADOJOE (Class 11)	Russian Federation	2017707903	[03/06/2017]

Trademark Licenses

1. Premier Specialty Brands, LLC licenses various third-party intellectual property pursuant to that certain License and Joint Development Agreement, dated December 31, 2017, by and between Desora, Inc. and Premier Specialty Brands, LLC.