

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM662791

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BREWSTER HEIGHTS PACKING & ORCHARDS, LP		06/10/2021	Limited Partnership: WASHINGTON
RECEIVING PARTY DATA			
Name:	BANK OF THE WEST, AS ADMINISTRATIVE AGENT		
Street Address:	500 Capitol Mall		
Internal Address:	Suite 1200		
City:	Sacramento		
State/Country:	CALIFORNIA		
Postal Code:	95814		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Serial Number:	90649026		
Serial Number:	90649016	SUGARBEE USA	
Serial Number:	90642538	SUGARBEE	
Registration Number:	6097123	CHELAN FRESH	
Registration Number:	6065060		
Registration Number:	1415649		
Registration Number:	5142361	SUGARBEE	
Registration Number:	5143010		
CORRESPONDENCE DATA			
Fax Number:	2138915607		
<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:	2138915607		
Email:	crachina@buchalter.com		
Correspondent Name:	Corina Rachina		
Address Line 1:	1000 Wilshire Blvd.		
Address Line 2:	12th Floor		
Address Line 4:	Los Angeles, CALIFORNIA 90017		

CH \$215.00 90649026

NAME OF SUBMITTER:	Corina Rachina
SIGNATURE:	/s/ Corina Rachina
DATE SIGNED:	07/27/2021
Total Attachments: 6 source=Brewster IP memorandum#page1.tif source=Brewster IP memorandum#page2.tif source=Brewster IP memorandum#page3.tif source=Brewster IP memorandum#page4.tif source=Brewster IP memorandum#page5.tif source=Brewster IP memorandum#page6.tif	

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

June 10, 2021

BREWSTER HEIGHTS PACKING & ORCHARDS, LP, a Washington limited partnership (“Borrower Agent”), each Subsidiary of Borrower Agent party to the Agreement from time to time (together with Borrower Agent, each a “Borrower” and, collectively, “Borrowers”), whose address is 25908 Highway 97, Brewster California 98812, hereby acknowledges that it has granted to Bank of the West, as administrative agent and collateral agent for the Lenders (in such capacity, together with its successors and assigns in such capacity, “Agent”), a security interest in and to all of such Borrower’s right, title and interest in and to: (a) the trademarks and trademark registrations and applications therefor (other than intent to use trademark applications to the extent excluded in the Agreement (as defined below)) which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by such Debtor (“Trademarks”), together with the goodwill and assets of the business.

Unless and until an Event of Default occurs and is continuing, Borrower shall retain the legal and equitable title to the Trademarks and shall have the right to use and register the Trademarks, as applicable, in the ordinary course of the business of Debtor. The terms and conditions of the aforementioned security interest are contained in that certain Loan and Security Agreement dated as of June 10, 2021 (the “Agreement”), among Borrower parties to the Agreement from time to time, the financial institutions party to the Agreement from time to time as lenders (collectively, “Lenders”), and Agent, as security for the Secured Obligations under and as set forth in the Agreement and 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 Agreement or otherwise. Capitalized terms used but not defined herein shall have the meaning given to such terms in the Agreement.

[Remainder of Page Intentionally Blank]

[Signature Page to Follow]

IN WITNESS WHEREOF, the undersigned has duly executed this document as of the date first written above.

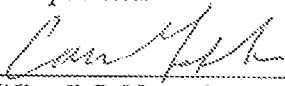
BORROWERS:

BREWSTER HEIGHTS PACKING & ORCHARDS, LP,
a Washington limited partnership

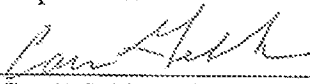
By: Gebbers Orchards, Inc., a Washington corporation, its sole
General Partner

By: 
John W. "Cass" Gebbers, its President

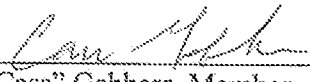
GEBBERS FARMS INC.,
a Washington corporation

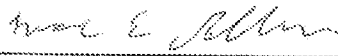
By: 
John W. "Cass" Gebbers, its President

GEBBERS ORCHARDS, INC.,
a Washington corporation

By: 
John W. "Cass" Gebbers, its President

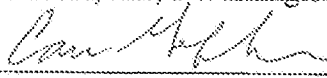
C&M II, LLC,
a Washington limited liability company

By: 
John W. "Cass" Gebbers, Member

By: 
Mac E. Gebbers, Member

D&E STORAGE, LLC,
a Washington limited liability company

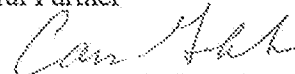
By: Gebbers Orchards, Inc., a Washington corporation, Manager

By: 
John W. "Cass" Gebbers, its President

EASTCO, LLC,
a Washington limited liability company

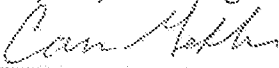
By: Brewster Heights Packing & Orchards, LP, a Washington
limited partnership, its sole Member

By: Gebbers Orchards, Inc., a Washington corporation, its
sole General Partner

By: 
John W. "Cass" Gebbers, its President

GF SA, LLC,
a Washington limited liability company

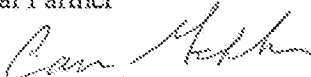
By: Gebbers Orchards, Inc., a Washington corporation, Manager

By: 
John W. "Cass" Gebbers, its President

NORTHCO, LLC,
a Washington limited liability company

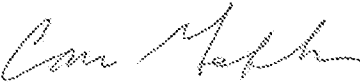
By: Brewster Heights Packing & Orchards, LP, a Washington
limited partnership, its sole Member

By: Gebbers Orchards, Inc., a Washington corporation, its
sole General Partner

By: 
John W. "Cass" Gebbers, its President

P&G ORCHARDS, LLC,
a Washington limited liability company

By: Gebbers Orchards, Inc., a Washington corporation,
Manager

By: 
John W. "Cass" Gebbers, its President

REPO, LLC,
a Nevada limited liability company

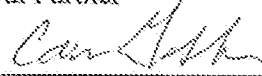
By: Gebbers Orchards, Inc., a Washington corporation,
Manager

By: 
John W. "Cass" Gebbers, its President

TJF PROPERTIES, LLC,
a Washington limited liability company

By: Brewster Heights Packing & Orchards, L.P, a Washington
limited partnership, its sole Manager

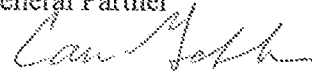
By: Gebbers Orchards, Inc., a Washington corporation, its
sole General Partner

By: 
John W. "Cass" Gebbers, its President

WESTCO ORCHARDS, LLC,
a Washington limited liability company

By: Brewster Heights Packing & Orchards, L.P, a Washington
limited partnership, its sole Member

By: Gebbers Orchards, Inc., a Washington corporation,
its sole General Partner

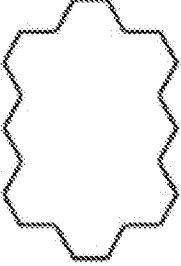


By: 
John W. "Cass" Gebbers, its President

WESTCO SALES, INC.,
a Nevada corporation

By: 
Mac E. Gebbers, its President

EXHIBIT A

TRADEMARKS AND TRADEMARK LICENSES

Borrower Name	Trademark Title	Serial/ Registration No.	Filing/ Registration Date
Brewster Heights Packing & Orchards, LP		90649026	04/15/2021
Brewster Heights Packing & Orchards, LP		90649016	04/15/2021
Brewster Heights Packing & Orchards, LP	SUGARBEE	90642538	04/13/2021
Brewster Heights Packing & Orchards, LP	CHELAN FRESH	88145065/ 6097123	10/05/2018/ 07/07/2019
Brewster Heights Packing & Orchards, LP		88145046/ 6065060	10/05/2018/ 09/17/2019
Brewster Heights Packing & Orchards, LP	GOLD PRIZE	88014360/ 1415649	06/25/2018/ 05/28/2019
Brewster Heights Packing & Orchards, LP	SUGARBEE	86579334/ 5142361	03/27/2015/ 02/14/2017

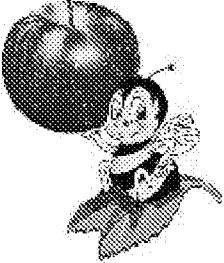
Borrower Name	Trademark Title	Serial/ Registration No.	Filing/ Registration Date
Brewster Heights Packing & Orchards, LP		86831318/ 5143010	11/24/2015/ 02/14/2017

Exhibit A