

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bank of America, N.A., successor by merger to Fleet National Bank, as Administrative Agent		06/01/2011	National Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	Kemps LLC (f/k/a Marigold Foods, LLC)		
Street Address:	1270 Energy Lane		
City:	St. Paul		
State/Country:	MINNESOTA		
Postal Code:	55108		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
Name:	Goodrich Franchise, LLC		
Street Address:	1270 Energy Lane		
City:	St. Paul		
State/Country:	MINNESOTA		
Postal Code:	55108		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
Name:	Oak Grove Holdings, LLC		
Street Address:	1270 Energy Lane		
City:	St. Paul		
State/Country:	MINNESOTA		
Postal Code:	55108		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
Name:	Gillette Transportation, LLC		
Street Address:	1270 Energy Lane		
City:	St. Paul		
State/Country:	MINNESOTA		

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Postal Code:	55108
Entity Type:	LIMITED LIABILITY COMPANY: NEBRASKA

Name:	Goodrich Dairy Company, LLC
Street Address:	1270 Energy Lane
City:	St. Paul
State/Country:	MINNESOTA
Postal Code:	55108
Entity Type:	LIMITED LIABILITY COMPANY: NEBRASKA

PROPERTY NUMBERS Total: 39

Property Type	Number	Word Mark
Registration Number:	2222933	BECKER'S
Registration Number:	2224410	BECKER'S
Registration Number:	0851544	BIMINI
Registration Number:	1306234	CEDARBURG
Serial Number:	78255434	CHIP WHIP
Serial Number:	76328319	COW TRACKS
Serial Number:	78095448	DUOS
Registration Number:	2609282	GILLETTE
Serial Number:	76401067	VIPDA
Registration Number:	2630746	GOODRICH
Registration Number:	2630748	GOODRICH
Registration Number:	2310036	HALF/PINTS
Registration Number:	1612248	IT'S THE COWS
Registration Number:	1678732	IT'S THE COWS
Registration Number:	1191781	KEMPS
Registration Number:	1291371	KEMPS
Registration Number:	1497942	KEMPS
Registration Number:	1497975	KEMPS
Registration Number:	1519015	KEMPS
Serial Number:	76227169	KEMPS COTTAGE COMBOS
Registration Number:	2222163	KEMPS LIGHT
Registration Number:	1270948	KEMPSWICH
Registration Number:	1682151	
Registration Number:	2352638	MOO BABIES

Registration Number:	2567809	MOO SIPS
Registration Number:	1573638	NEW ERA
Registration Number:	2179517	NORTHERN EXPOSURE
Registration Number:	2651380	OAK GROVE
Registration Number:	2651381	OAK GROVE
Serial Number:	76056464	SIP N SNACK
Serial Number:	76251880	SPOONZ
Registration Number:	2636456	SPOONZ
Registration Number:	2046556	TO YOUR HEALTH
Registration Number:	1623850	YOGURT JR.'S
Registration Number:	1766889	YO-J
Registration Number:	2722580	YO-STIX
Registration Number:	0954158	GOODRICH
Registration Number:	0970522	CENTURY 2000
Registration Number:	1587023	GILLETTO FROZEN YOGURT

CORRESPONDENCE DATA

Fax Number: (207)791-1350
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 207-791-1100
Email: trademark@pierceatwood.com
Correspondent Name: William L. Worden, Esq.
Address Line 1: One Monument Square
Address Line 2: Pierce Atwood LLP
Address Line 4: Portland, MAINE 04101-1110

ATTORNEY DOCKET NUMBER:	28695-5139 WLW
NAME OF SUBMITTER:	William L. Worden
Signature:	/William L. Worden/
Date:	06/03/2011

Total Attachments: 9

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TRADEMARK

REEL: 004553 FRAME: 0481

**TERMINATION AND RELEASE
OF SECURITY INTEREST IN TRADEMARKS**

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS** ("Release") is executed as of June 1, 2011 by Bank of America, N.A., successor by merger to Fleet National Bank, as administrative agent under the Security Agreement (as defined below), (the "Agent") in favor of Kemps LLC, a Delaware limited liability company (f/k/a Marigold Foods, LLC) ("Kemps"), Goodrich Franchise, LLC, a Delaware limited liability company ("Goodrich Franchise"), Oak Grove Holdings, LLC, a Delaware limited liability company ("Oak Grove"), Gillette Transportation, LLC, a Nebraska limited liability company ("Gillette") and Goodrich Dairy Company, LLC ("Goodrich Dairy") and, together with Gillette, Oak Grove, Goodrich Franchise, and Kemps, the "Released Parties").

WHEREAS, pursuant to the terms of that certain Memorandum of Trademark and Service Mark Security Interest dated as of April 5, 2004 by and between the Released Parties and the Agent as filed with the Assignment Division at the United States Patent and Trademark Office ("USPTO") on May 19, 2004 at Reel 2857, beginning at Frame 0128 (the "Security Agreement"), the Released Parties granted to the Agent a security interest in and lien on all of its Collateral (as defined in the Security Agreement) together with the goodwill of the business symbolized thereby, including, without limitation, the trademarks identified on Schedule A attached hereto; and

WHEREAS, the Agent wishes to release the security interest in and lien on all of the Collateral, including, without limitation, the trademarks identified on Schedule A attached hereto.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Agent states as follows:

The Agent hereby terminates, releases, and discharges its security interest in and first priority lien on the Collateral, and the Agent hereby assigns and transfers to the Released Parties, without recourse or representation or warranty, express or implied, of any kind, all of its right, title and interest in and to the Collateral together with the goodwill of the business symbolized thereby, including, without limitation, each of the trademarks applications or registrations identified on Schedule A attached hereto, effective as of the date set forth above.

This Release shall be governed by the laws of the State of New York and shall relate solely to the Security Agreement.

The Agent understands and agrees that this Release may be recorded by or for the Released Parties with the USPTO or any similar office or agency within or outside the United States.

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IN WITNESS WHEREOF, the Agent has executed this Release, to take effect as of the date set forth above.

AGENT:

**BANK OF AMERICA, N.A., successor by merger to
Fleet National Bank, as Administrative Agent**

By: _____

Name:

Title:

Anne M. Zeschke
Vice President

SCHEDULE A
to
TERMINATION AND RELEASE OF
SECURITY INTEREST IN TRADEMARKS
TRADEMARKS AND SERVICE MARKS

Kemps LLC (f/k/a Marigold Foods, LLC):

Trademark	Application #	Registration #
BECKER'S	75/464392	2222933
BECKER'S	75/464393	2224410
BIMINI (Stylized)	72/265353	851544
CEDARBURG	73/406509	1306234
CHIP WHIP	78/255434	N/A
COW TRACKS	76/328319	N/A
DUOS	78/095448	N/A
GILLETTE	76/236361	2609282
GIVE 'EM FIVE	76/401067	N/A
GOODRICH	76/236360	2630746
GOODRICH	76/236521	2630748
HALF/PINTS	75/468290	2310036
IT'S THE COWS	74/00659	1612248
IT'S THE COWS	74/161557	1678732
KEMPS	N/A	SD-614420
KEMPS	N/A	MN-4708
KEMPS	N/A	IA-5006
KEMPS	N/A	MO-6172
KEMPS	N/A	WI-5302431

Trademark	Application #	Registration #
KEMPS	73/195876	1191781
KEMPS	73/402409	1291371
KEMPS	73/684801	1497942
KEMPS	73/684738	1497975
KEMPS	73/684739	1519015
KEMPS	0705,659	TMA419,244 Canada
KEMPS	N/A	479,093 Mexico
KEMPS COTTAGE COMBOS	76/227169	N/A
KEMPS LIGHT	75/202466	2222163
KEMPSWICH	73/402417	1270948
MISCELLANEOUS DESIGN (COW and design)	74/161556	1682151
MOO BABIES	75/502275	2352638
MOO MOBILE	N/A	MN-28109
MOO MOBILE	N/A	WI-5900983
MOO SIPS	75/611602	2567809
NEW ERA	73/798085	1573638
NORTHERN EXPOSURE	75/236603	2179517
OAK GROVE	76/236357	2651380
OAK GROVE	76/237186	2651381
SIP N SNACK	76/056464	N/A
SPOONZ	76/251880	N/A

Trademark	Application #	Registration #
SPOONZ	76/056542	2636456
TO YOUR HEALTH	74/694880	2046556
YOGURT JR.'S AND DESIGN	74/027880	1623850
YO-J	74/216585	1766889
YO-J	705,627 Canada	N/A
YO-J	92/06014 Malaysia	N/A
YO-J	N/A	B578,183 Australia
YO-J	N/A	269,110 South Korea
YO-J	N/A	458,942 Mexico
YO-J	N/A	586129 Taiwan
YO-J	N/A	627,747 Taiwan
YO-J	N/A	3,019,462 Japan
YO-J	N/A	3,019,463 Japan
YO-STIX	78/046579	2722580
DOLLY MADISON	N/A	IA-5986
MARIGOLD	N/A	WI-566349
MISCELLANEOUS DESIGN	N/A	MO-6164
MISCELLANEOUS DESIGN	N/A	MO-6167
MISCELLANEOUS DESIGN	N/A	SD-333544

Trademark	Application #	Registration #
MISCELLANEOUS DESIGN	N/A	SD-333545
MISCELLANEOUS DESIGN	N/A	IA-9206
MISCELLANEOUS DESIGN	N/A	IA-517658
MISCELLANEOUS DESIGN	N/A	WI-517656
MISCELLANEOUS DESIGN	N/A	WI-517655
MISCELLANEOUS DESIGN	N/A	WI-622033
MISCELLANEOUS DESIGN	N/A	WI-622031
PARTY DIP	N/A	MN-51810
SCANDIA	N/A	MN-15100
SWISS-2	N/A	MN-210443
SWISS-2	N/A	MN-210442

Goodrich Dairy Company, LLC:

Trademark	Application #	Registration #
GOODRICH	72/403462	954158

Oak Grove Holdings, LLC:

Trademark	Application #	Registration #
MORNING FRESH	N/A	MN-3740

Gillette Transportation, LLC:

Trademark	Application #	Registration #
BLACK HILLS SPRINGS	N/A	SD-91198
BREAKFAST ORANGE	N/A	WY-80001623
BROWN SWISS JERSEY	N/A	MT-15880
FESTIVAL	N/A	MT-15881
GILLETTE	N/A	MO-9482
GILLETTE	N/A	WY-80001282
GILLETTE DAIRY PRODUCTS	N/A	SD-46801481
MERRY NOG	N/A	T014128
SUPER GOOD	N/A	SD-1110852
SUPER GOOD	N/A	SD-18204716
BLACK HILLS SPRINGS	N/A	NE-0798584
FRUIT ON THE TOP COTTAGE CHEESE	N/A	NE-0853356
HI-CALCIUM	N/A	NE-0847550
THE KIND GRANDMA SERVED	N/A	NE-0798428
SUPER FRESH	N/A	NE-0782637
DENVER VANILLA	N/A	CO-851031253
FRUIT ON THE TOP COTTAGE CHEESE	N/A	CO-851031088

Trademark	Application #	Registration #
HI-CALCIUM	N/A	CO-851030997
MOO	N/A	CO-851031175
ORANGE POWER	N/A	CO-851031281
SUPER CREAMY	N/A	CO-851031089
HI-CALCIUM	N/A	KS-10103
SUPER GOOD	N/A	WY-80-195317
HI-CALCIUM	N/A	MN-11360
FRUIT ON THE TOP	N/A	MN-11406
FRUIT ON THE TOP COTTAGE CHEESE	N/A	KS-426162
FRUIT ON THE TOP COTTAGE CHEESE	N/A	IA-467851
FRUIT ON THE TOP COTTAGE CHEESE	N/A	MT-467852
HI-CALCIUM	N/A	SD-645856
HI-CALCIUM	N/A	IA-645857
HI-CALCIUM	N/A	MT-645858
COUNTRY STYLE ICE CREAM	N/A	IA-496367
BLACK HILLS DRINKING WATER	N/A	SD-25900960

Goodrich Dairy Company, LLC:

Trademark	Application #	Registration #
BUNCH-A POPS	N/A	N-949468
DESERT STORMS	N/A	NE-1118453
GILLETTO FROZEN YOGURT & DESIGN	N/A	TMA399781 Canada
GOODRICH	N/A	NE-234604
GREAT FLAVORS OF NEBRASKA	N/A	NE-0941746
GILLETTE	N/A	NE-10003738
GILLETTO FROZEN YOGURT & DESIGN	18800463	970522
GILLETTO FROZEN YOGURT AND DESIGN	73/815708	1587023