

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST IN TRADEMARK COLLATERAL (SECOND LIEN)

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
GOLDMAN SACHS CREDIT PARTNERS L.P.		08/06/2012	LIMITED PARTNERSHIP: BERMUDA

RECEIVING PARTY DATA

Name:	Wm. Bolthouse Farms, Inc.
Street Address:	7200 East Brundage Lane
City:	Bakersfield
State/Country:	CALIFORNIA
Postal Code:	93307
Entity Type:	CORPORATION: MICHIGAN

Name:	Bolthouse Juice Products, LLC
Street Address:	7200 East Brundage Lane
City:	Bakersfield
State/Country:	CALIFORNIA
Postal Code:	93307
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

Name:	BF Bolthouse Holdco, LLC
Street Address:	7200 East Brundage Lane
City:	Bakersfield
State/Country:	CALIFORNIA
Postal Code:	93307
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

Name:	Bolthouse Holding Corp.
Street Address:	7200 East Brundage Lane
City:	Bakersfield
State/Country:	CALIFORNIA

TRADEMARK

Postal Code:	93307
Entity Type:	CORPORATION: DELAWARE

Name:	Bolthouse Juice Holdings, LLC
Street Address:	7200 East Brundage Lane
City:	Bakersfield
State/Country:	CALIFORNIA
Postal Code:	93307
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 21

Property Type	Number	Word Mark
Registration Number:	2871484	BOLTHOUSE FARMS
Registration Number:	2934040	BOLTHOUSE FARMS SINCE 1915
Registration Number:	3295131	FRESH LOGISTICS
Registration Number:	3220790	FRESHLOGISTICS
Registration Number:	1755616	FRESH-WAY
Registration Number:	2057183	GRABBITS
Registration Number:	2784853	HYDROBIND
Registration Number:	2506212	LOOK MOM!
Registration Number:	0899807	LOOK MOM!
Registration Number:	3098115	MERCER RANCH
Registration Number:	3098120	MERCER RANCH
Registration Number:	2932099	PREMIUM PETITES
Registration Number:	1657828	SHORTCUTS
Registration Number:	1960105	TRAVELERS
Registration Number:	1700694	WM. BOLTHOUSE FARMS
Registration Number:	1644819	WM. BOLTHOUSE FARMS
Registration Number:	3213920	BLUE GOODNESS
Registration Number:	3681534	BOM DIA
Registration Number:	2940918	GREEN GOODNESS
Registration Number:	3130549	PERFECTLY PROTEIN
Registration Number:	2835112	VEDGE

CORRESPONDENCE DATA

Fax Number: 3128622200

TRADEMARK
REEL: 004836 FRAME: 0834

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

Phone: 3128623312
Email: patrick.lau@kirkland.com
Correspondent Name: Kirkland & Ellis LLP
Address Line 1: 300 North LaSalle
Address Line 2: c/o Patrick Lau, Legal Assistant
Address Line 4: Chicago, ILLINOIS 60654

ATTORNEY DOCKET NUMBER:	10095-5 PL PAYMENT 08/06
NAME OF SUBMITTER:	Patrick Lau
Signature:	/pl/
Date:	08/06/2012

Total Attachments: 4
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**RELEASE OF SECURITY INTEREST
IN TRADEMARK COLLATERAL (SECOND LIEN)**

This RELEASE, dated as of August 6, 2012 (this "Release"), is made by Goldman Sachs Credit Partners L.P., as Collateral Agent ("Collateral Agent"), in favor of Wm. Bolthouse Farms, Inc., Bolthouse Juice Products, LLC, BF Bolthouse Holdco, LLC, Bolthouse Holding Corp. and Bolthouse Juice Holdings, LLC (each, a "Grantor" and collectively, the "Grantors") as follows:

WITNESSETH

WHEREAS, pursuant to the U.S. Trademark Security Agreement (Second Lien), dated as of December 16, 2005 (the "Trademark Security Agreement") and recorded with the U.S. Patent and Trademark Office on December 21, 2005 at Reel/Frame No. 003214/0757 and on February 5, 2010 at Reel/Frame No. 004145/0099, between each of the Grantors and Bank of America, N.A., Grantors granted Bank of America, N.A. a security interest in and continuing lien on certain collateral pledged by Grantor described therein, including without limitation the United States trademark registrations set forth in Schedule A attached hereto (collectively, the "Trademark Collateral")

WHEREAS, pursuant to the Assignment and Assumption of Security Interest in Trademarks, dated February 11, 2010 (the "Security Agreement"), and recorded with The United States Patent and Trademark Office on March 5, 2010 at Reel/Frame No. 4165/0107 and Reel/Frame No. 4162/0290, Bank of America, N.A. assigned to Collateral Agent its interest in the Trademark Collateral and its rights and obligations under the Trademark Security Agreement as described therein;

WHEREAS, Grantor has paid all of its outstanding indebtedness to Collateral Agent; and

WHEREAS, the Grantors have requested that Collateral Agent release its security interest in and to and line on the Trademark Collateral.

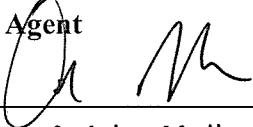
NOW, THEREFORE, Collateral Agent, without recourse, representation or warranty and at the Grantor's sole cost and expense, hereby terminates, cancels and releases any and all security interests it has against the Trademark Collateral.

Collateral Agent agrees to provide the Grantors with any information and additional authorization necessary to effect the release of Collateral Agent's security interest in the Trademark Collateral without recourse, representation or warranty and at Grantors' sole cost and expense.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, Collateral Agent has caused this Release to be duly executed and delivered by its duly authorized officer as of the date first written above.

**GOLDMAN SACHS CREDIT PARTNERS L.P.,
as Collateral Agent**

By: 
Name: Anisha Malhotra
Title: Authorized Signatory

By: _____
Name: _____
Title: _____

(Release of Security Interest in Trademark Collateral)

**SCHEDULE A
TO
RELEASE OF SECURITY INTEREST
IN TRADEMARK COLLATERAL**

Reel/Frame No. 4165/0107 and 003214/0757:

Owner	Trademark	Status	Application No. Application Date	Registration No. Registration Date
WM. Bolthouse Farms, Inc.	BOLTHOUSE FARMS	REGISTERED Section 2(F)	78209150 30-JAN-2003	2871484 10-AUG-2004
WM. Bolthouse Farms, Inc.	BOLTHOUSE FARMS SINCE 1915	REGISTERED	78209338 31-JAN-2003	2934040 15-MAR-2005
WM. Bolthouse Farms, Inc.	FRESH LOGISTICS	REGISTERED	78721033 27-SEP-2005	3295131 18-SEP-2007
WM. Bolthouse Farms, Inc.	FRESHLOGISTICS	REGISTERED	78736921 20-OCT-2005	3220790 20-MAR-2007
WM. Bolthouse Farms, Inc.	FRESH-WAY	RENEWED (REGISTERED)	74293274 13-JUL-1992	1755616 02-MAR-1993
WM. Bolthouse Farms, Inc.	GRABBITS	RENEWED (REGISTERED)	75090264 18-APR-1996	2057183 29-APR-1997
WM. Bolthouse Farms, Inc.	HYDROBIND	REGISTERED	76395121 12-APR-2002	2784853 18-NOV-2003
WM. Bolthouse Farms, Inc.	LOOK MOM!	REGISTERED	76130028 18-SEP-2000	2506212 13-NOV-2001
WM. Bolthouse Farms, Inc.	LOOK MOM!	RENEWED (REGISTERED)	72345130 03-DEC-1969	0899807 29-SEP-1970
WM. Bolthouse Farms, Inc.	MERCER RANCH	REGISTERED	78653375 17-JUN-2005	3098115 30-MAY-2006
WM. Bolthouse Farms, Inc.	MERCER RANCH	REGISTERED	78653445 17-JUN-2005	3098120 30-MAY-2006
WM. Bolthouse Farms, Inc.	PREMIUM PETITES	REGISTERED Supplemental Register	78265173 20-JUN-2003	2932099 08-MAR-2005
WM. Bolthouse Farms, Inc.	SHORTCUTS	RENEWED (REGISTERED)	74013793 26-DEC-1989	1657828 17-SEP-1991
WM. Bolthouse Farms, Inc.	TRAVELERS	RENEWED (REGISTERED)	74639993 24-FEB-1995	1960105 05-MAR-1996

Owner	Trademark	Status	Application No. Application Date	Registration No. Registration Date
WM. Bolthouse Farms, Inc.	WM. BOLTHOUSE FARMS	RENEWED (REGISTERED)	74185851 17-JUL-1991	1700694 14-JUL-1992
WM. Bolthouse Farms, Inc.	WM. BOLTHOUSE FARMS	RENEWED (REGISTERED)	74015335 02-JAN-1990	1644819 14-MAY-1991
Bolthouse Juice Products, LLC	BLUE GOODNESS	REGISTERED	78478574 03-SEP-2004	3213920 27-FEB-2007
Bolthouse Juice Products, LLC	BOM DIA	REGISTERED	78697153 22-AUG-2005	3681534 08-SEP-2009
Bolthouse Juice Products, LLC	GREEN GOODNESS	REGISTERED	78311026 08-OCT-2003	2940918 12-APR-2005
Bolthouse Juice Products, LLC	PERFECTLY PROTEIN	REGISTERED	78311018 08-OCT-2003	3130549 15-AUG-2006
Bolthouse Juice Products, LLC	VEDGE	REGISTERED	76387963 28-MAR-2002	2835112 20-APR-2004

Reel/Frame No. 4162/0290 and 004145/0099:

Owner	Trademark	Status	Application No. Application Date	Registration No. Registration Date
Bolthouse Juice Products, LLC	BLUE GOODNESS	REGISTERED	78478574 03-SEP-2004	3213920 27-FEB-2007
Bolthouse Juice Products, LLC	BOM DIA	REGISTERED	78697153 22-AUG-2005	3681534 08-SEP-2009
Bolthouse Juice Products, LLC	GREEN GOODNESS	REGISTERED	78311026 08-OCT-2003	2940918 12-APR-2005
Bolthouse Juice Products, LLC	PERFECTLY PROTEIN	REGISTERED	78311018 08-OCT-2003	3130549 15-AUG-2006
Bolthouse Juice Products, LLC	VEDGE	REGISTERED	76387963 28-MAR-2002	2835112 20-APR-2004