

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
CASTLE & COOKE, INC.		12/19/2012	CORPORATION: HAWAII

RECEIVING PARTY DATA

Name:	WELLS FARGO BANK, NATIONAL ASSOCIATION, AS COLLATERAL AGENT
Street Address:	1800 Century Park East, 12th Floor, AU #63650
Internal Address:	Attn: Manager
City:	Los Angeles
State/Country:	CALIFORNIA
Postal Code:	90067
Entity Type:	national bank: SOUTH DAKOTA

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	1335817	DOLE
Registration Number:	615402	DOLE
Registration Number:	528113	DOLE
Registration Number:	1803361	DOLE
Registration Number:	1334608	DOLE
Registration Number:	1451110	DOLE
Registration Number:	1586683	DOLE
Registration Number:	1558322	DOLEWHIP
Registration Number:	1755707	DOLE FACTORY S-T-O-R-E-S
Registration Number:	1566074	J. D. DOLE

CORRESPONDENCE DATA

Fax Number: 2134432926

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

CH \$265.00 1335817

via US Mail.

Phone: 213-617-5493
Email: jcravitz@sheppardmullin.com
Correspondent Name: Sheppard, Mullin, Richter & Hampton LLP
Address Line 1: 333 S. Hope St., 48th Floor
Address Line 2: Attn: J. Cravitz
Address Line 4: Los Angeles, CALIFORNIA 90071

ATTORNEY DOCKET NUMBER:	0794-173053
NAME OF SUBMITTER:	Julie Cravitz
Signature:	/julie cravitz/
Date:	02/15/2013

Total Attachments: 3

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SECURITY AGREEMENT IN TRADEMARK LICENSE

WHEREAS, CASTLE & COOKE, INC., (herein referred to as "Obligor"), a Hawaii corporation with offices at 10900 Wilshire Blvd., Suite 1600, Los Angeles, CA 90024, has executed and is operating under that certain Trademark License Agreement, made and entered into December 7, 1995, by and between Dole Food Company, Inc. and Castle & Cooke, Inc. (the "License"), which pertains to the trademarks and service marks listed in the annexed Schedule A;

WHEREAS, Obligor is obligated to Wells Fargo Bank, National Association ("Wells Fargo"), as collateral agent for the Lenders (as defined in that certain Credit Agreement, dated as of December 19, 2012 (as amended, supplemented or otherwise modified from time to time, the "Credit Agreement"), among the Obligor, the lenders from time to time party thereto (the "Lenders"), and Wells Fargo, as Administrative Agent, and has entered into that certain Dole Trademark Security Agreement, dated as of the date hereof (the "Agreement") in favor of Wells Fargo.

NOW THEREFORE, pursuant to the Agreement, Obligor grants to Secured Party a security interest in, and mortgage on, all right, title and interest of Obligor in and to the License, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof (the "Collateral"), to secure the prompt payment, performance and observance of the Secured Obligations, as defined in the Agreement and the Credit Agreement.

Obligor does hereby acknowledge and affirm that the rights and remedies of Secured Party with respect to the security interest in and mortgage on the Collateral made and granted hereby are more fully set forth in the Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, Obligor has caused this Security Agreement to be duly executed by its officer thereunto duly authorized as of the 19th day of December, 2012.

CASTLE & COOKE, INC.,
a Hawaii corporation

By: 

Name: Jason E. Burnett
Title: Vice President

By: 

Name: Christine Dzwonczyk
Title: Vice President and Treasurer

Schedule A

LIST OF MARKS

<u>TRADEMARK</u>	<u>U.S. REGISTRATION NO.</u>	<u>INT'L CLASSES</u>
DOLE	1,335,817	32
DOLE	615,402	46
DOLE	528,113	46, 29
DOLE	1,803,361	30
DOLE & SUN DESIGN	1,334,608	31
DOLE & SUN DESIGN	1,451,110	30
DOLE & SUN DESIGN	1,586,683	14, 16, 3, 21, 25, 26 & 28
DOLEWHIP	1,558,322	30
DOLE FACTORY STORE & DESIGN	1,755,707	36
J.D. DOLE (SIGNATURE)	1,566,074	25, 39
DOLE & SUN DESIGN	(PENDING)	32