

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Termination and Release of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Royal Bank of Canada, as Administrative Agent		01/02/2014	Bank: CANADA

RECEIVING PARTY DATA

Name:	Natural Selection Foods, LLC
Street Address:	1721 San Juan Highway
City:	San Juan Bautista
State/Country:	CALIFORNIA
Postal Code:	95045
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA

PROPERTY NUMBERS Total: 46

Property Type	Number	Word Mark
Registration Number:	2756476	BEANBAGS
Registration Number:	3183365	EARTHBOUND FARM
Registration Number:	2236482	EARTHBOUND FARM
Registration Number:	1720571	EARTHBOUND FARM
Registration Number:	2348739	EARTHBOUND FARM
Registration Number:	3309220	EARTHBOUND FARM
Registration Number:	3309219	EARTHBOUND FARM
Registration Number:	3309218	EARTHBOUND FARM
Registration Number:	3183366	EARTHBOUND FARM ORGANIC
Registration Number:	2738226	EARTHBOUND FARM ORGANIC
Registration Number:	3410600	EARTHBOUND FARM ORGANIC
Registration Number:	3186435	EARTHBOUND FARM ORGANIC
Registration Number:	3239737	EARTHBOUND FARM ORGANIC
Registration Number:	3239738	EARTHBOUND FARM ORGANIC

TRADEMARK

Registration Number:	3239739	EARTHBOUND FARM ORGANIC
Registration Number:	3239740	EARTHBOUND FARM ORGANIC
Registration Number:	2530292	FOOD TO LIVE BY
Registration Number:	2733021	
Registration Number:	3058172	GRAB & GO SALAD
Registration Number:	2365489	GREEN HARVEST
Registration Number:	3299580	GREEN HARVEST
Registration Number:	3259478	GREEN HARVEST
Registration Number:	3244499	GREEN HARVEST ORGANIC
Registration Number:	3244500	GREEN HARVEST ORGANIC
Registration Number:	3463318	GREEN HARVEST ORGANIC
Registration Number:	3463319	GREEN HARVEST ORGANIC
Registration Number:	3481392	GREEN HARVEST ORGANIC
Registration Number:	2319957	HARVEST WALK
Registration Number:	2404866	LA BELLE SALADE
Registration Number:	3003031	
Registration Number:	2109692	NATURAL SELECTION FOODS
Registration Number:	1845202	RAVE
Registration Number:	2069073	RIVERSIDE FARMS
Registration Number:	2182054	SALAD SEPARATES
Registration Number:	3170042	SNACKS TO LIVE BY
Registration Number:	3216478	SNACKS TO LIVE BY
Registration Number:	1800306	SUPERIOR SALAD
Registration Number:	1797979	THE CALIFORNIA SALAD
Registration Number:	3018443	THE ORGANIC KITCHEN
Registration Number:	3265900	THE ORGANIC KITCHEN
Registration Number:	3280529	THE ORGANIC KITCHEN
Registration Number:	2925538	THE ORGANIC SOLUTION
Registration Number:	1694657	TKO
Registration Number:	1937076	TKO FARMS INC. ORGANIC SPECIALTY LETTUCE
Serial Number:	78768331	EARTHBOUND FARM ORGANIC
Serial Number:	77111942	GREEN HARVEST ORGANIC

CORRESPONDENCE DATA

Fax Number: 2124552502

TRADEMARK
REEL: 005194 FRAME: 0752

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

Phone: (212) 455-3605
Email: ksolomon@stblaw.com
Correspondent Name: Genevieve Dorment, Esq.
Address Line 1: Simpson Thacher & Bartlett LLP
Address Line 2: 425 Lexington Avenue
Address Line 4: New York, NEW YORK 10017

ATTORNEY DOCKET NUMBER:	080599/0089
NAME OF SUBMITTER:	Genevieve Dorment
Signature:	/gd/
Date:	01/16/2014

Total Attachments: 8

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TERMINATION AND RELEASE OF SECURITY INTEREST IN
TRADEMARKS

This TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS (this "**Release**") is made as of January 2, 2014, by the Royal Bank of Canada, as Administrative Agent (the "**Agent**") in favor of Natural Selection Foods, LLC, a California limited liability company (the "**Grantor**"). All capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Trademark Security Agreement described below.

WHEREAS, pursuant to that certain Guarantee and Collateral Agreement, dated as of July 20, 2009 in favor of the Agent for the ratable benefit of the Secured Parties (the "**Guarantee and Collateral Agreement**"), Grantor granted to the Agent for the ratable benefit of the Secured Parties a continuing security interest in its Intellectual Property, including the Trademarks (the "**Security Interest**");

WHEREAS, pursuant to that certain Grant of Security Interest in Trademarks, dated as of July 20, 2009 between Grantor and the Agent (the "**Trademark Security Agreement**"), Grantor, by reference to the Guarantee and Collateral Agreement, reaffirmed its intent to grant the Security Interest to the Agent specifically in the Trademarks;

WHEREAS, the Trademark Security Agreement was recorded at the United States Patent and Trademark Office on August 6, 2009 at Reel/Frame 4039/0560;

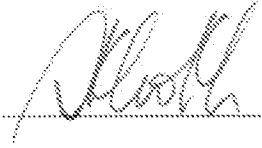
WHEREAS, the Agent now desires to terminate and release the entirety of its Security Interest in the Trademarks under the Trademark Security Agreement;

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

- (a) Agent, on behalf of the Secured Parties, hereby terminates, releases and discharges its Security Interest in the Trademarks (including, without limitation, those items listed on **Schedule A** hereto), without recourse, representation or warranty, and any right, title or interest of the Agent in such Trademarks shall hereby cease and become void.
- (b) Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to affect the release of the Security Interest contemplated hereby.
- (c) This Release shall be governed by, and construed in accordance with the laws of the State of New York.

IN WITNESS WHEREOF, the Agent has caused this TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS to be duly executed as of the date first written above.

ROYAL BANK OF CANADA,
as Administrative Agent for the
Lenders

By: 
Name: _____
Title: Susan Khokher
Manager, Agency







Termination and Release of Security Interest in Trademarks

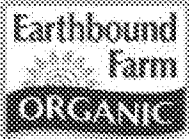


TRADEMARK
REEL: 005194 FRAME: 0755

SCHEDULE A


U.S. Trademark Registrations and Applications




Trademark	Registration No. / Application No.	Registration Date / Filing Date
BEANBAGS	Application No. 75/668,996 Registration No. 2,756,476	Filed 03/26/99 Registered 08/26/03
EARTHBOUND FARM	Application No. 78/768294 Registration No. 3,183,365	In-Use filed 12/07/05 (electronically) Registered 12/12/06
EARTHBOUND FARM	Application No. 75/319,293 Registration No. 2,236,482	Filed 07/03/97 Registered 04/06/99 8 & 15 filed 03/23/05 8 & 15 Accepted 04/16/05 8 & 9 filed 03/10/09
EARTHBOUND FARM	Application No. 74/210,542 Registration No. 1,720,571	Filed 10/08/91 Registered 09/29/92 Renewed 01/19/03
EARTHBOUND FARM	Application No. 75/756,831 Registration No. 2,348,739	Filed 07/21/99 Registered 05/09/00 Affidavit of Use Accepted 7/17/06 Renewal application filed 06/17/09
EARTHBOUND FARM	Application No. 78/764,931 Registration No. 3309220	Filed 12/01/05 Registered 10/9/07
EARTHBOUND FARM	Application No. 78/764,924 Registration No. 3309219	Filed 12/01/05 Registered 10/9/07
EARTHBOUND FARM	Application No. 78/764,914 Registration No. 3309218	Filed 12/01/05 Registered 10/9/07

<p>EARTHBOUND FARM ORGANIC and Design</p> 	<p>Application No. 78/768,309</p> <p>Registration No. 3,183,366</p>	<p>Filed 12/07/05 Registered 12/12/06</p>
<p>EARTHBOUND FARM ORGANIC and Design</p> 	<p>Application No. 76/292,775</p> <p>Registration No. 2,738,226</p>	<p>Filed 07/31/01 Registered 07/15/03</p> <p>Affidavit of Use filed 06/17/09</p>
<p>EARTHBOUND FARM ORGANIC and Design</p> 	<p>Application No. 78/768,323</p> <p>Registration No. 3410600</p>	<p>Filed 12/07/05 Registered 4/8/08</p>
<p>EARTHBOUND FARM ORGANIC and Design</p> 	<p>Application No. 78/768,334</p> <p>Registration No. 3,186,435</p>	<p>Filed 12/07/05 Registered 12/19/06</p>
<p>EARTHBOUND FARM and Color Design</p> 	<p>Application No. 78927181 Registration No. 3,239,737</p>	<p>Filed 7/11/06 Registered 5/8/07</p>
<p>EARTHBOUND FARM and Color Design</p> 	<p>Application No. 78/927,188 Registration No. 3,239,738</p>	<p>Filed 7/11/06 Registered 5/8/07</p>

<p>EARTHBOUND FARM and Color Design</p> 	<p>Application No. 78/927,195 Registration No. 3,239,739</p>	<p>Filed 7/11/06 Registered 5/8/07</p>
<p>EARTHBOUND FARM and Color Design</p> 	<p>Application No. 78927202 Registration No. 3,239,740</p>	<p>Filed 7/11/06 Registered 5/8/07</p>
<p>FOOD TO LIVE BY</p>	<p>Application No. 75/668,995 Registration No. 2,530,292</p>	<p>Filed 03/26/99 Registered 01/15/02 Affidavit of Use 8 & 15 accepted</p>
<p>FULL SUN DESIGN</p> 	<p>Application No. 76/292,776 Registration No. 2,733,021</p>	<p>Filed 07/31/01 Registered 07/01/03 Affidavit of Use filed 06/09</p>
<p>GRAB & GO SALAD</p>	<p>Application No. 78/322,955 Registration No. 3,058,172</p>	<p>Filed 11/04/03 Registered 02/07/06</p>
<p>GREEN HARVEST</p>	<p>Application No. 75/735,616 Registration No. 2,365,489</p>	<p>Filed 06/23/99 Registered 07/04/00 Affidavit of Use Accepted 7/17/06</p>
<p>GREEN HARVEST</p>	<p>Application No. 78/757,070 Registration No. 3,299,580</p>	<p>Filed 11/18/05 Registered 9/25/07</p>
<p>GREEN HARVEST</p>	<p>Application No. 78/757,079 Registration No. 3,259,478</p>	<p>Filed 11/18/05 Registered 7/3/07</p>

<p>GREEN HARVEST ORGANIC and Color Design</p> 	<p>Application No. 78/902,722 Registration No. 3,244,499</p>	<p>Filed 6/6/06 Registered 5/22/07</p>
<p>GREEN HARVEST ORGANIC and Color Design</p> 	<p>Application No. 78/902,730 Registration No. 3,244,500</p>	<p>Filed 6/6/06 Registered 5/22/07</p>
<p>GREEN HARVEST ORGANIC and Black & White Design</p> 	<p>Application No. 77/111,931 Registration No. 3,463,318</p>	<p>Filed 2/20/07 Registered 7/8/08</p>
<p>GREEN HARVEST ORGANIC and Black & White Design</p> 	<p>Application No. 77/111,937 Registration No. 3,463,319</p>	<p>Filed 2/20/07 Registered 7/8/08</p>
<p>GREEN HARVEST ORGANIC and Color Design</p> 	<p>Application No. 77/111,946 Registration No. 3,481,392</p>	<p>Filed 2/20/07 Registered 08/05/08</p>
<p>HARVEST WALK</p>	<p>Application No. 75/739,086 Registration No. 2,319,957</p>	<p>Filed 06/29/99 Registered 02/15/00 Affidavit of Use Accepted 5/10/06 Renewal application filed 06/18/09</p>
<p>LA BELLE SALADE</p>	<p>Application No. 75/739,085 Registration No. 2,404,866</p>	<p>Filed 06/29/99 Registered 11/14/00 Affidavit of Use filed 11/06/06 Affidavit of Use accepted 02/01/07</p>

LEAF DESIGN 	Application No. 78/245,942 Registration No. 3,003,031	Filed 05/05/03 Registered 09/27/05
NATURAL SELECTION FOODS	Application No. 75/036,352 Registration No. 2,109,692	Filed 12/11/95 Registered 10/28/97 Renewed 3/20/07
RAVE	Application No. 74/373,792 Registration No. 1,845,202	Filed 03/31/93 Registered 07/12/94 Affidavit of Use accepted and acknowledged 05/25/00 Renewal filed 08/11/04 Renewal granted 01/08/07
RIVERSIDE FARMS	Application No. 75/071,802 Registration No. 2,069,073	Filed 03/13/96 Registered 06/10/97 Renewed 5/10/07
SALAD SEPARATES	Application No. 75/271,976 Registration No. 2,182,054	Filed 04/09/97 Registered 08/18/98 Affidavit of Use filed 08/09/04 Affidavit of Use accepted 10/06/04
SNACKS TO LIVE BY	Application No. 78/644,759 Registration No. 3,170,042	Filed 06/07/05 Registered 11/07/06
SNACKS TO LIVE BY	Application No. 78/645,109 Registration No. 3,216,478	Filed 06/07/05 Registered 3/6/07
SUPERIOR SALAD	Application No. 74/315,195 Registration No. 1,800,306	Filed 09/21/92 Registered 10/19/93 Renewed 11/24/03
THE CALIFORNIA SALAD	Application No. 74/274,107 Registration No. 1,797,979	Filed 05/11/92 Registered 10/12/93 Renewed 11/24/03

THE ORGANIC KITCHEN	Application No. 78/219,838 Registration No. 3,018,443	Filed 02/27/03 Registered 11/22/05
THE ORGANIC KITCHEN	Application No. 78/573,489 Registration No. 3,265,900	Filed 02/23/05 Registered 7/17/07
THE ORGANIC KITCHEN	Application No. 78/573,496 Registration No. 3,280,529	Filed 02/23/05 Registered 8/14/07
THE ORGANIC SOLUTION	Application No. 76/120,605 Registration No. 2,925,538	Filed 08/31/00 Registered 02/08/05
TKO	Application No. 74/169,860 Registration No. 1,694,657	Filed 05/24/91 Registered 06/16/92 Renewed 04/26/03
TKO FARMS INC. ORGANIC SPECIALTY LETTUCES AND SALAD GREENS and Design 	Application No. 74/600,044 Registration No. 1,937,076	Filed 11/17/94 Registered 11/21/95 Affidavit of Use accepted and acknowledged 01/12/02 Renewal Accepted 6/15/06
EARTHBOUND FARM ORGANIC and Design 	Application No. 78/768,331	Filed 12/07/05 Allowed 12/12/06
GREEN HARVEST ORGANIC and Color Design 	Application No. 77/111,942	Filed 2/20/2007 Notice of Allowance issued 12/4/2007 2nd Extension Request filed and granted 12/1/2008