

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM410873

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
DIAMOND FOODS, LLC (f/k/a, prior to consummation of the Closing Date Acquisition, Hazelton Acquisition, LLC)		12/30/2016	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	AMERICAN AGCREDIT, PCA, AS ADMINISTRATIVE AGENT
Street Address:	5560 S BROADWAY
City:	EUREKA
State/Country:	CALIFORNIA
Postal Code:	95503
Entity Type:	FEDERALLY CHARTERED FARM CREDIT COOPERATIVE ASSOCIATION: UNITED STATES

PROPERTY NUMBERS Total: 21

Property Type	Number	Word Mark
Registration Number:	4883153	MADE FOR HOMEMADE
Registration Number:	3981595	DIAMOND OF CALIFORNIA
Registration Number:	2975312	
Registration Number:	2901557	HARVEST RESERVE
Registration Number:	2682629	HARMONY
Registration Number:	2665022	HARMONY
Registration Number:	2449847	DIAMOND OF CALIFORNIA
Registration Number:	1890026	DIAMOND
Registration Number:	1801304	DIAMOND OF CALIFORNIA
Registration Number:	1517330	TROPICAL TRAIL MIX
Registration Number:	1397028	HARMONY
Registration Number:	1365849	
Registration Number:	1299727	
Registration Number:	1299723	DIAMOND OF CALIFORNIA
Registration Number:	1129029	HARMONY
Registration Number:	1129023	HARMONY
Registration Number:	0808927	SUNTAND

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	0796084	CALWAL
Registration Number:	0724880	DIAMOND BRAND
Registration Number:	0511213	DIAMOND
Registration Number:	0130162	DIAMOND BRAND

CORRESPONDENCE DATA

Fax Number: 9192868199
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.
Phone: 919 286-8000
Email: PTO_TMconfirmation@mvalaw.com
Correspondent Name: MOORE & VAN ALLEN PLLC
Address Line 1: 3015 CARRINGTON MILL BOULEVARD
Address Line 2: SUITE 400
Address Line 4: MORRISVILLE, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	038383.015
NAME OF SUBMITTER:	John E. Slaughter, III
SIGNATURE:	/John E. Slaughter, III/
DATE SIGNED:	01/03/2017

Total Attachments: 4
source=2016 Trademark NGS1 - Diamond Foods, LLC to American Agcredit, PCA, as Administrative Agent#page1.tif
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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of December 30, 2016 (as amended, restated, amended and restated, extended, supplemented or otherwise modified in writing from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and American AgCredit, PCA, as administrative agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted to the Administrative Agent, for the benefit of the holders of the Secured Obligations, a continuing security interest in, and a right to set off against, any and all right, title and interest of such Obligor in and to all of the following, whether now owned or existing or owned, acquired, or arising hereafter (collectively, the "Trademark Collateral"):

TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark Item</u>	<u>Date of Trademark</u>
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See Schedule 1 attached hereto

TRADEMARK APPLICATIONS

<u>Trademark Applications No.</u>	<u>Description of Trademark Applied for</u>	<u>Date of Trademark Applications</u>
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See Schedule 1 attached hereto


Notwithstanding the foregoing, there shall be no Lien or security interest granted or pledged by any Obligor in any "intent-to-use" applications for Trademarks filed under Section 1(b) of the Trademark Act, unless and until such time as (A) such Obligor begins to use such Trademarks and (B) a statement of use or amendment to allege use is filed and accepted by the U.S. Patent and Trademark Office or any other filing is made or circumstances otherwise change so that the interests of such Obligor in such trademarks is no longer on an "intent-to-use" basis; only to the extent that, and solely during the period in which, the grant of a security interest therein would impair the validity or enforceability of such intent-to-use Trademark applications under applicable federal law.

[signature pages follow]

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

DIAMOND FOODS, LLC
(f/k/a, prior to consummation
of the Closing Date Acquisition,
Hazelton Acquisition, LLC),
a Delaware limited liability company

By: 
Name: Daniel Fabian
Title: Authorized Signatory

DIAMOND FOODS, LLC
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

TRADEMARK
REEL: 005956 FRAME: 0688

Acknowledged and Accepted:

AMERICAN AGCREDIT, PCA, as Administrative Agent

By: 

Name: Gregg Warren

Title: Managing Director, Agribusiness

Schedule 1

Diamond Foods, LLC
(Delaware Limited Liability Company)

U.S. Trademarks

Trademark Registrations

Mark	Reg. No.	Reg. Date
MADE FOR HOMEMADE	4883153	01/05/16
DIAMOND OF CALIFORNIA and Design	3981595	06/21/11
Design Only	2975312	07/26/05
HARVEST RESERVE	2901557	11/09/04
HARMONY	2682629	02/04/03
HARMONY	2665022	12/24/02
DIAMOND OF CALIFORNIA and Design	2449847	05/08/01
DIAMOND	1890026	04/18/95
DIAMOND OF CALIFORNIA and Design	1801304	10/26/93
TROPICAL TRAIL MIX	1517330	12/20/88
HARMONY	1397028	06/10/86
Design Only	1365849	10/15/85
Design Only	1299727	10/09/84
DIAMOND OF CALIFORNIA and Design	1299723	10/09/84
HARMONY	1129029	01/08/80
HARMONY	1129023	01/08/80
SUNTAND	0808927	05/24/66
CALWAL	0796084	09/14/65
DIAMOND BRAND and Design	0724880	12/05/61
DIAMOND	0511213	06/21/49
DIAMOND BRAND and Design	0130162	04/13/20