04-30-2001

	04-30-20	<u></u>	
Form PTO-1594 1-31-92			U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office
To the Honorable Commissioner of Pa	10167214	IQ ad origina	I documents or copy thereof.
1. Name of conveying party(ies):	✓) , 2. N	ame and address of receiv	
1. Name of conveying party(ies): Continental Farms, Ltd. Individuals	ا (ر ۷		
Continental Farms, Etc.	~2·" N	ame: Bankers Trust (Company
☐ Individuals ☐ Association	"	**	
☐ Individuals ☐ Association		internal Address:	
☐ Corporation - State:	S.	treet Address: <u>130 Libe</u>	rty Street
☐ Other:	С	ity: New York State:	New York ZIP: 10006
Additional name(s) of conveying party(ies) attached? Yes	⊠ No 🖂 in	dividual(s) citizenship	
3. Nature of conveyance:	A	ssociation	
• · · · · · · · · · · · · · · · · · · ·	□ G	eneral Partnership	
☐ Assignment ☐ Merger		mited Partnership	
☑ Security Interest ☐ Change of N	ama	orporation- ther - Collateral Agent	
☐ Other			nited States, a domestic representative
Execution Date: November 3, 2000	1	ition is attached:	☐ Yes ☑ No
TATOMINO O, 2000	_	ations must be a separate do	
Application number(s) or registration number(s):		nal name(s) & address(es) att nark Registration No.(s)\	ached?
A. Trademark Application No.(s)	! P	lease see attached S	chedule A
	ımbers attached?	☑ Yes □ No	
Name and address of party to whom correspondence cor document should be mailed:		otal number of application volved	s and registration 6
Name: Brian Jaenicke, Legal Assistant			
Internal Address: White & Case LLP	7. T	otal fee (37 CFR 3.41): .	è 165.00
		Enclosed	ed to deposit account, in case of
	8. D	eposit account number:	
Street Address: 1155 Avenue of the Americas		23-1705 (in case of def	ficiency)
City: New York State: NY ZIP: 10036			nis page if paying by deposit account)
	NOT USE THIS		ne page ii paying by aupoort account,
 Statement and signature. To the best of my knowledge and belief, the foregoing in document. 	formation is true and	d correct and any attached	d copy is a true copy of the original
Brian T. Jaenicke	Dun	-/(/_/_	-11/20/00
Name of Person Signing		Signature	Date/
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Washington, D.C. 20231			
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including time for reviewing the document and gasheet. Send comments regarding this burden estima PK2-1000C, Washington, D.C. 20231, and to the	ite to the U.S. Pat	ent and Trademark Of	fice, Office of Information Systems,

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0011), Washington, D.C. 20503.

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U.S. AND FOREIGN TRADEMARK REGISTRATIONS

<u>Mark</u>	Registration No./Serial No.	Registration Date/Filing Date
COLONIAL	1,868,509	12/20/94
HARVEST	1,386,987	03/18/86
DELTA	1,383,595	02/18/86
SMASHING COLORS	1,401,465	07/15/86
ATLANTIC BOUQUET	1,371,608	11/19/85
CONTINENTAL FARMS	1,348,763	07/09/85

ASSIGNMENT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of

which are hereby acknowledged, Continental Farms, Ltd. a Florida Limited Partnership (the

"Assignor") with principal offices at 2020 N.W. 89th Place, Miami, Florida 33172, hereby assigns and

grants to Bankers Trust Company, as Collateral Agent, with principal offices at 130 Liberty Street,

New York, New York 10006 (the "Assignee"), a security interest in (i) all of the Assignor's right, title

and interest in and to the United States trademarks, trademark registrations and trademark applications

(the "Marks") set forth on Schedule A attached hereto, together with (ii) all Proceeds (as such term is

defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of

the businesses symbolized by the Marks and (iv) all causes of action arising prior to or after the date

hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS ASSIGNMENT is made to secure the full and prompt performance and payment

of all the Obligations of the Assignor, as such term is defined in the Security Agreement among the

Assignor, the other assignors party thereto and the Assignee, dated as of October 16, 1997 and

amended and restated as of October 2, 1998 (as further amended from time to time, the "Security

Agreement"). Upon the occurrence of the Termination Date (as defined in the Security Agreement).

the Assignee shall, upon such satisfaction, execute, acknowledge, and deliver to the Assignor an

instrument in writing releasing the security interest in the Marks acquired under this Assignment.

This Assignment has been granted in conjunction with the security interest granted to

the Assignee under the Security Agreement. The rights and remedies of the Assignee with respect to

the security interest granted herein are without prejudice to, and are in addition to those set forth in the

Security Agreement, all terms and provisions of which are incorporated herein by reference. In the

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event that any provisions of this Assignment are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

* * *

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IN WITNESS WHEREOF, the undersigned have executed this Assignment of

Security Interest as of the 310 day of November, 2000.

CONTINENTAL FARMS, LTD., as Assignor

By_

Name: ANOREW COOKE

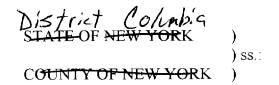
Title:

VP + Treasurer.

BANKERS TRUST COMPANY, as Collateral Agent and Assignee

By

Name Title: David J. Bell Director



On this 30 day of Nov. , 2000 before me personally came Andrew Cooke, who being duly sworn, did depose and say that [s]he is Yeard Teaswer of Continental Farms, Ltd. that [s]he is authorized to execute the foregoing Assignment of Security Interest on behalf of said corporation and that [s]he did so by authority of the Board of Directors of said Corporation.

Notary Public

C. Thornton
Notary Public. District of Columbia
My Commission Expires Jan. 31, 2004

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On this on day of who, being by me duly sworn, did state as follows: that [s]he is who, of Bankers Trust Company, that [s]he is authorized to execute the foregoing Assignment of Security Interest on behalf of said corporation and that [s]he did so by authority of the Board of Directors of said corporation.

Notary Public

JOJEAN TRAVIS
Notary Public, State of New York
No. 01TR5013241
Qualified in New York County
Commission Expires July 15,

TRADEMARK
RECORDED: 11/22/2000 REEL: 002238 FRAME: 0429