

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
JPMorgan Chase Bank, N.A.		05/26/2006	national banking association: UNITED STATES

RECEIVING PARTY DATA

Name:	Baskin-Robbins LLC
Street Address:	130 Royall Street
City:	Canton
State/Country:	MASSACHUSETTS
Postal Code:	02021
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 62

Property Type	Number	Word Mark
Registration Number:	845118	31
Registration Number:	796902	31
Registration Number:	2282002	31 BASKIN ROBBINS
Registration Number:	710670	31
Registration Number:	1761925	31
Registration Number:	2734865	AMERICA'S BIRTHDAY CAKE
Registration Number:	1783116	BASKIN 31 ROBBINS
Registration Number:	3035845	BASKIN 31 ROBBINS
Registration Number:	2786526	BASKIN 31 ROBBINS SMOOTH & CREAMY HARD CANDY
Registration Number:	1371672	BASKIN-ROBBINS
Registration Number:	1185045	BASKIN-ROBBINS
Registration Number:	2289966	BASKIN-ROBBINS FLAVORS
Registration Number:	3003845	BOBSLED BROWNIE

OP \$1565.00 845118

Registration Number:	2774702	CAPPUCCINO BLAST
Registration Number:	1709444	CHILLY BURRRGER
Registration Number:	2506332	CHOCOLATE BLAST
Registration Number:	1344856	CHOCOLATE MOUSSE ROYALE
Registration Number:	1807776	
Registration Number:	1835784	
Registration Number:	2256959	EXPERIENCE THE FLAVOR SENSATION
Registration Number:	2602561	FREEZE FRAME
Registration Number:	2919073	GOLD MEDAL RIBBON
Registration Number:	1457654	HURRICONE
Registration Number:	1453382	INTERNATIONAL CREAMS
Registration Number:	2738810	JAMMIN' JAMOCA
Registration Number:	1406983	JAMOCA
Registration Number:	974405	JAMOCA
Registration Number:	2509367	JAMOCA
Registration Number:	2761990	JAMOCA ALMOND FUDGE
Registration Number:	2798811	LOTTA CHOCOLATE CHIP
Registration Number:	3007377	LOVE POTION #31
Registration Number:	3030448	MINTOPIA BLAST
Registration Number:	2983039	QUARTERBACK CRUNCH
Registration Number:	2147973	RASPBERRY CHEESE LOUISE
Registration Number:	2778038	TANGANILLA
Registration Number:	2683536	TAX CRUNCH
Registration Number:	2799487	TRIPLE-LAYER SHAKES
Registration Number:	2086690	TRULY FREE
Registration Number:	2917497	WINTER WHITE CHOCOLATE
Registration Number:	1400583	WORLD CLASS
Serial Number:	78481808	4 FLAVORS 4 MONTHS
Serial Number:	78518215	4 FLAVORS 4 MONTHS
Serial Number:	78568230	ARE YOU BOLD?
Serial Number:	78352904	BASEBALL NUT
Serial Number:	78507174	BASKIN 31 ROBBINS
Serial Number:	78507196	BASKIN 31 ROBBINS
Serial Number:	78336357	BOX OF CHOCOLATES
Serial Number:	78603694	CHIP OFF THE OLE CHEESECAKE

Serial Number:	78604464	CHIPPY TRAILS
Serial Number:	78597820	FABULICIOUS SHAKES
Serial Number:	78567301	FLAVOR FANATICS
Serial Number:	78576059	FLAVOR FANATICS
Serial Number:	78574037	FLAVOR FANATICS
Serial Number:	78194703	FROSTY COWS
Serial Number:	78536749	HAPPINESS SERVED DAILY
Serial Number:	78740491	LOVE GONE SOUR
Serial Number:	78740490	MAUI BROWNIE MADNESS
Serial Number:	78290895	MOCHA CHOCLOTTA CHIP SHAKE
Serial Number:	78604470	RAZZA DAZZA CHIP
Serial Number:	78626260	TAKE ME TO MY HAPPY PLACE
Serial Number:	78408003	TRUFFLE IN PARADISE
Serial Number:	78406577	WHO WANTS SOME ICE CREAM?

CORRESPONDENCE DATA

Fax Number: (202)887-0689

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Email: parsonse@dsmo.com

Correspondent Name: Elizabeth Parsons

Address Line 1: 2101 L Street, NW

Address Line 4: Washington, DISTRICT OF COLUMBIA 20037

ATTORNEY DOCKET NUMBER:	D1383.0000
NAME OF SUBMITTER:	Elizabeth Parsons
Signature:	/Elizabeth Parsons/
Date:	05/26/2006

Total Attachments: 7

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**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARK RIGHTS**

This TERMINATION AND RELEASE is dated as of May 26, 2006, from JPMorgan Chase Bank, N.A., a national banking association, as Administrative Agent (the "Agent") for certain banks and other financial institutions (the "Lenders"), to Baskin-Robbins LLC, a Delaware limited liability company, formerly known as Baskin-Robbins Incorporated, with its principal place of business located at 130 Royall Street, Canton, Massachusetts 02021 (the "Obligor").

WITNESSETH:

WHEREAS, pursuant to the Intellectual Property Security Agreement, dated as of March 1, 2006, made by the Grantors (as defined therein) in favor of the Agent (the "Intellectual Property Security Agreement"), a security interest (the "Security Interest") was granted by the Grantors to the Agent in certain collateral, including the Trademark Collateral (as hereinafter defined);

WHEREAS, pursuant to that certain Grant of Security Interest in Trademark Rights dated as of March 1, 2006, among the Agent and the Obligor (the "Security Agreement"), the Obligor, by reference to the Intellectual Property Security Agreement, reaffirmed its intent to grant a Security Interest to the Agent specifically in certain Trademark Collateral;

WHEREAS, the Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on March 2, 2006, at Reel 003257 and Frame 0811; and

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

NOW, THEREFORE, for good and valuable consideration including the satisfaction of all obligations, indebtedness and liabilities secured by the Trademark Collateral pursuant to the Intellectual Property Security Agreement, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Termination and Release, the Agent hereby states as follows:

1. Definitions. The term "Trademark Collateral," as used herein, shall mean all of the Grantors' right, title and interest of every kind and nature as of the date hereof in the Trademarks (including, without limitation, those items listed on Schedule A hereto). The term "Trademarks" shall have the meaning provided by reference in the Intellectual Property Security Agreement and the Security Agreement.

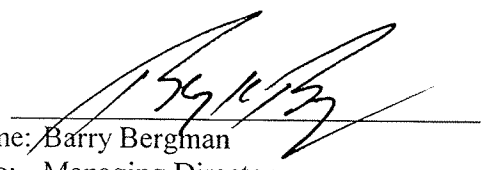
2. Release of Security Interest. The Agent hereby terminates, releases and discharges its Security Interest in the Trademark Collateral, and any right, title or interest of the Agent in such Trademark Collateral shall hereby cease and become void.

3. Further Assurances. The 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 effect the release of the Security Interest contemplated hereby.

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IN WITNESS WHEREOF, the undersigned has executed this Termination and Release by its duly authorized officer as of the date first above written.

JPMORGAN CHASE BANK, N.A.,
as Administrative Agent for the Lenders

By: 
Name: Barry Bergman
Title: Managing Director

STATE OF New York ,
COUNTY OF New York

ss.:

On this 23rd day of May, 2006, before me personally appeared Barry Bergman to me known who, being by me duly sworn, did depose and say that he is Managing Director of JPMorgan Chase Bank, N.A., described herein and which executed the foregoing instrument, and that he signed his name thereto pursuant to the authority granted by JPMorgan Chase Bank, N.A.

Ruby V. Tulloch
Notary Public

(Affix Seal Below)

RUBY V. TULLOCH
Notary Public, State of New York
No. 60-4769208
Qualified in Westchester County
Commission Expires May 31, 2006

SCHEDULE A

U.S. Trademark Registrations and Applications

<u>Trademark</u>	<u>Registration or Application Number</u>
31	845,118
31	796,902
31 BASKIN-ROBBINS HORIZONTAL LOGO	2,282,002
31 (IN OVAL COIL DEVICE)	710,670
31 LOGO (1995)	1,761,925
4 FLAVORS 4 MONTHS Logo in Black & White	78/481,808
4 FLAVORS 4MONTHS Logo in Color	78/518,215
AMERICA'S BIRTHDAY CAKE	2,734,865
ARE YOU BOLD?	78/568,230
BASEBALL NUT	78/352,904
BASKIN 31 ROBBINS LOGO	1,783,116
BASKIN 31 ROBBINS LOGO	78/507,174
BASKIN 31 ROBBINS Logo in color	78/507,196
BASKIN 31 ROBBINS Logo in color	3,035,845
BASKIN 31 ROBBINS SMOOTH & CREAMY HARD CANDY (Stylized)	2,786,526
BASKIN-ROBBINS	1,371,672
BASKIN-ROBBINS	1,185,045
BASKIN-ROBBINS FLAVORS DESIGN (LOGO)	2,289,966
BOBSLED BROWNIE	3,003,845
BOX OF CHOCOLATES	78/336,357
CAPPUCCINO BLAST	2,774,702
CHILLY BURRRGER LOGO	1,709,444
CHIP OFF THE OLE CHEESECAKE	78/603,694
CHIPPY TRAILS	78/604,464
CHOCOLATE BLAST	2,506,332
CHOCOLATE MOUSSE ROYALE	1,344,856

DOTS (LARGE & SMALL PINK & GREY)	1,807,776
DOTS (LARGE & SMALL PINK & GREY)	1,835,784
EXPERIENCE THE FLAVOR SENSATION	2,256,959
FABULICIOUS SHAKES	78/597,820
FLAVOR FANATICS	78/567,301
FLAVOR FANATICS Logo in Black & White	78/576,059
FLAVOR FANATICS Logo in color	78/574,037
FREEZE FRAME	2,602,561
FROSTY COWS	78/194,703
GOLD MEDAL RIBBON	2,919,073
HAPPINESS SERVED DAILY	78/536,749
HURRICONE	1,457,654
INTERNATIONAL CREAMS	1,453,382
JAMMIN' JAMOCA	2,738,810
JAMOCA	1,406,983
JAMOCA	974,405
JAMOCA	2,509,367
JAMOCA ALMOND FUDGE	2,761,990
LOTTA CHOCOLATE CHIP	2,798,811
LOVE GONE SOUR	78/740,491
LOVE POTION #31	3,007,377
MAUI BROWNIE MADNESS	78/740,490
MINTOPIA BLAST	3,030,448
MOCHA CHOCLOTTA CHIP SHAKE	78/290,895
QUARTERBACK CRUNCH	2,983,039
RASPBERRY CHEESE LOUISE	2,147,973
RAZZA DAZZA CHIP	78/604,470
TAKE ME TO MY HAPPY PLACE	78/626,260
TANGANILLA	2,778,038
TAX CRUNCH	2,683,536
TRIPLE-LAYER SHAKES	2,799,487

TRUFFLE IN PARADISE	78/408,003
TRULY FREE	2,086,690
WHO WANTS SOME ICE CREAM?	78/406,577
WINTER WHITE CHOCOLATE	2,917,497
WORLD CLASS	1,400,583