

04-06-1999

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Tab settings

To the Honorable Commissioner of Patents

Send original documents or copy thereof.



101001982

1. Name of conveying party(ies):

The Bank of New York

- Individual(s)
- General Partnership
- Corporation-State
- Other Banking Corporation
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Release of Security Agreement
- Merger
- Change of Name

Execution Date: March 30, 1999

2. Name and address of receiving party(ies)

Name: Royal Crown Cola Co.

Internal Address: _____

Street Address: 1000 10th Avenue

City: Columbus State: GA ZIP: 31994

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

None

B. Trademark Registration No.(s)

See attached schedule

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: David S. Berlin

Internal Address: _____

Paul, Weiss, Rifkind, Wharton & Garrison

Street Address: _____

1285 Avenue of the Americas

City: New York State: NY ZIP: 10019

6. Total number of applications and registrations involved: 29

7. Total fee (37 CFR 3.41).....\$ 740.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-0706

(Attach duplicate copy of this page if paying by deposit account)

04/05/1999 00000000 000/00 1636993

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

DAVID S. BERLIN

Name of Person Signing

David S. Berlin

Signature

3/31/99

Date

Total number of pages including cover sheet, attachments, and document: 8

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 1877 FRAME: 0678

SCHEDULE A

<u>Trademark</u>	<u>Registration Number</u>
B.C. COOL TUNES	1,656,993
BEST BY TASTE-TEST	1,031,646
BEV-RICH	600,431
BINGO	1,656,991
RC COLA BOTTLE DESIGN	962,310
CHERO	94,884
D.D. SWINGER	1,655,916
DIET RC	1,589,240
DIET RITE (pbl)	600,085
DIET RITE	1,302,990
FLAIR	720,072
KICK	837,994
LIFT	1,069,095
NEHI	207,317
NEHI	556,003
PAR-T-PAK	340,912
PAR-T-PAK & DESIGN	593,982
RC	515,876
RC	656,882
RC (highly stylized)	1,070,727
RC 100	1,389,335
ROYAL CROWN COLA over RC (highly stylized)	1,074,711
ROYAL CROWN	1,303,001
ROYAL CROWN (slightly stylized)	351,710
ROYAL CROWN COLA	777,936
THE BIG SAVER	968,271

THE SAVER	968,270
TONY "O"	1,656,992
UPPER 10	383,059

RELEASE OF SECURITY INTEREST IN TRADEMARKS

This Release of Security Interest in Trademarks (the "Release"), dated as of March 30, 1999, is made by The Bank of New York as collateral trustee (the "Collateral Trustee") under the Indenture dated as of August 1, 1993 (the "Fixed Rate Note Indenture"), among Royal Crown Corporation (the "Issuer"), Royal Crown Cola Co. and Arby's Inc. (the "Guarantors") and The Bank of New York, as trustee.

WHEREAS, in connection with the Fixed Rate Note Indenture, Royal Crown Corporation, Royal Crown Cola Co., Arby's Inc. and CFC Holdings Corp. (collectively, the "Pledgors") and The Bank of New York, as collateral trustee (the "Collateral Trustee") have entered into a Collateral Trust Agreement, dated as of August 1, 1993 (the "Collateral Trust Agreement"), to provide, among other things, for the Collateral Trustee to take and hold the Collateral identified therein for the benefit of the Secured Parties identified therein;

WHEREAS, in connection with the Collateral Trust Agreement, Royal Crown Cola Co. ("RCC Co.") and the Collateral Trustee have entered into a Security Agreement, dated as of August 1, 1993 (the "Security Agreement"), pursuant to which RCC Co. granted a security interest to the Collateral Trustee in the Secured Obligations (as defined in the Security Agreement), to secure the performance of RCC Co.'s obligations under the Collateral Trust Agreement;

WHEREAS, in connection with the Security Agreement, RCC Co. has executed and delivered a Trademark Security Agreement dated as of August 1, 1993 (the "Trademark Security Agreement"), pursuant to which RCC Co. granted a security interest to the Collateral Trustee in the Trademark Collateral (as defined in the Trademark Security Agreement), which includes the trademarks set forth on Schedule A attached hereto, to secure the performance of RCC's obligations under the Security Agreement;

WHEREAS, the Trademark Security Agreement was recorded in the United States Patent and Trademark Office on September 13, 1993 at Reel/Frame 1044/0445; and

WHEREAS, RCC Co. has requested that the Collateral Trustee release any and all interest it may have in the Trademark Collateral, and the Collateral Trustee has agreed to do so.

NOW, THEREFORE, in exchange for good and valuable consideration, the receipt of which is hereby acknowledged, and pursuant to the Security Agreement and the Trademark Security Agreement, the Collateral Trustee does hereby release, relinquish and discharge its security interest in, to and under the Trademark Collateral, including, without limitation, the trademarks set forth in Schedule A attached hereto and the entire goodwill associated with RCC Co.'s business connected with the use of and symbolized by such trademarks.

IN WITNESS WHEREOF, the Collateral Trustee has caused this Release of Security Interest in Trademarks to be duly executed as of the date hereinabove set forth.

THE BANK OF NEW YORK, as Collateral Trustee

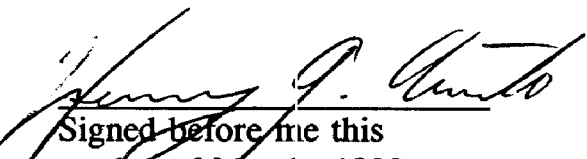
Dated: 3/30/99

By: 
Name: ERWIN SORIANO
Title: Assistant Treasurer

STATE OF New York)
COUNTY OF New York) : ss.:

On this 30th day of ~~February~~ ^{March}, 1999, Erwin Soriano personally appeared before me, who is known by me to be a Asst. Treasurer of The Bank of New York, assignor above named, and acknowledged that he/she executed the foregoing Release on behalf of said assignor and pursuant to authority duly received.

Notary Public


Signed before me this
__ day of March, 1999

HENRY J. ACOSTA
Notary Public, State of New York
No. 01AC6017533
Qualified in New York County
Commission Expires Dec. 14, 2000

SCHEDULE A

<u>Trademark</u>	<u>Registration Number</u>
B.C. COOL TUNES	Reg. #1656993
BEST BY TASTE-TEST	Reg. #1031646
BEV-RICH	Reg. #600431
BINGO	Reg. #1656991
RC COLA BOTTLE DESIGN	Reg. #962310
CHERO	Reg. #94884
D.D. SWINGER	Reg. #1655916
DIET RC	Reg. #1589240
DIET RITE (pbl)	Reg. #600085
DIET RITE	Reg. #1302990
FLAIR	Reg. #720072
KICK	Reg. #837994
LIFT	Reg. #1069095
NEHI	Reg. #207317
NEHI	Reg. #556003
PAR-T-PAK	Reg. #340912
PAR-T-PAK & DESIGN	Reg. #593982
RC	Reg. #515876
RC	Reg. #656882
RC (highly stylized)	Reg. #1070727
RC 100	Reg. #1389335
ROYAL CROWN COLA over RC (highly stylized)	Reg. #10744711
ROYAL CROWN	Reg. #1303001
ROYAL CROWN (slightly stylized)	Reg. #351710
ROYAL CROWN COLA	Reg. #777936
THE BIG SAVER	Reg. #968271

THE SAVER	Reg. #968270
TONY "O"	Reg. #1656992
UPPER 10	Reg. #383059

Doc#:DSS:259812.1

RECORDED: 04/01/1999

TRADEMARK
REEL: 1877 FRAME: 0685