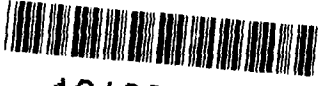


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To the Honorable Commissioner of Patents and

original documents or copy thereof.

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

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: 13

7. Total fee (37 CFR 3.41).....\$ 340.00

- 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)

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

David S. Berlin

Name of Person Signing

Signature

Date

3/31/99

Total number of pages including cover sheet, attachments, and document: 6

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

04/05/1999 1557:401 01 FLS:401 02 FLS:402

SCHEDULE

<u>Trademarks</u>	<u>Registration Number</u>
ALL NATURAL BAGELOVER'S	1,279,136
ADVENTURE MEAL	1,279,136
ARBY'S	1,065,886
ARBY'S	890,631
ARBY'S	890,565
ARBY'S and HAT DESIGN	1,081,230
ARBY-Q	1,110,161
ARBY'S ROAST BEEF SANDWICH IS DELICIOUS	1,076,078
ARBY'S SAUCE	842,177
HORSEY SAUCE	851,991
RB ROAST BEEF SANDWICH IS DELICIOUS	889,787
RB ROAST BEEF SANDWICH IS DELICIOUS	858,385
JAMOCHA	Unregistered

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, Arby's, Inc. ("Arby's") and the Collateral Trustee have entered into a Security Agreement, dated as of August 1, 1993 (the "Security Agreement"), pursuant to which Arby's granted a security interest to the Collateral Trustee in the Secured Obligations (as defined in the Security Agreement), to secure the performance of Arby's obligations under the Collateral Trust Agreement;

WHEREAS, in connection with the Security Agreement, Arby's has executed and delivered a Trademark Security Agreement dated as of August 1, 1993 (the "Trademark Security Agreement"), pursuant to which Arby's 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 Arby'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 1044/0455; and

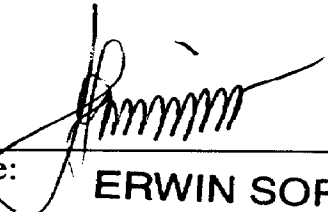
WHEREAS, Arby's has requested that the Collateral Trustee release any and all interest it may have in the Trademark Collateral, and the Collateral Trustee has agreed to do so.

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 Arby'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

SCHEDULE A

<u>Trademarks</u>	<u>Registration Number</u>
ADVENTURE MEAL	Reg. #1279136
ARBY'S	Reg. #1065886
ARBY'S	Reg. #890631
ARBY'S	Reg. #890565
ARBY'S and HAT DESIGN	Reg. #1081230
ARBY-Q	Reg. #1110161
ARBY'S ROAST BEEF SANDWICH IS DELICIOUS	Reg. #1076078
ARBY'S SAUCE	Reg. #842177
HORSEY SAUCE	Reg. #851991
RB ROAST BEEF SANDWICH IS DELICIOUS	Reg. #889787
RB ROAST BEEF SANDWICH IS DELICIOUS	Reg. #858385
JAMOCHA	Unregistered