

02-15-2001

R SHEET

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office



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101614950

To the Honorable Commissioner of Patents and Trademarks, please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

LEHMAN COMMERCIAL PAPER INC., AS  
ADMINSTRATIVE AGENT

- Individual(s)
- General Partnership
- Corporation - New York
- Other \_\_\_\_\_
- Association
- Limited Partnership

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

2. Name and address of receiving party(ies):

BURNS & RICKER, INC.  
8 Nicholas Court, Dayton, New Jersey 08810

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - Delaware
- Other \_\_\_\_\_



01-23-2001

U.S. Patent & TMO/TM Mail Rcpt Dt. #54

3. Nature of Conveyance:

- Assignment
- Security Agreement
- Other - Termination and Release of Security Interest
- Merger
- Change of Name

in Trademarks

Execution Date: January 17, 2001

If assignee is not domiciled in the United States, a domestic representative designator 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) listed below

A. Trademark Application No.(s)  
74/419,619

B. Trademark Registration No.(s)					
	1,306,252	1,456,716	1,484,475	1,684,571	1,515,619
	2,349,093	1,562,411	1,986,965	1,623,858	1,592,608

Additional numbers attached?  Yes  No

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

Name: GLENN A. GUNDERSEN  
DECHERT  
4000 BELL ATLANTIC TOWER  
1717 ARCH STREET  
PHILADELPHIA, PA. 19103-2793

TEL. NO. (215) 981-2183

6. Total number of applications and registrations involved: 11

7. Total fee (37 CFR 3.41) .....\$290.00

- Enclosed
- Authorized to be charged to deposit account  
(Including any underpayment)

8. Deposit account number: 04-0475

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

02/15/2001 DDYRNE 0000035 040475 74419619

01 FC:481 40.00 CH  
02 FC:482 250.00 CH

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.

Terence A. Dixon  
Name of Person Signing

January 23, 2001

Date

Total number of pages including cover sheet, attachments, and document: [4]

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

TRADEMARK  
REEL: 002236 FRAME: 0210

**TERMINATION AND RELEASE OF SECURITY INTEREST IN  
TRADEMARKS**

WHEREAS, BURNS & RICKER, INC., a Delaware corporation ("Grantor"), B&G Foods, Inc., a Delaware corporation ("Borrower"), B&G Foods Holdings Corp., a Delaware corporation ("Holdings"), and several affiliated companies entered into a Guarantee and Collateral Agreement with Lehman Commercial Paper Inc. ("Lehman") as administrative agent for certain lenders (the "Lenders"), which was recorded on April 21, 1999 in the United States Patent and Trademark Office at Reel 1888, Frame 0231 (the "Security Agreement");

WHEREAS, Grantor granted to Lehman, under the terms of the Security Agreement, a security interest (the "Security Interest") in favor of Lehman, as administrative agent, in and to all of Grantor's intellectual property described in the Security Agreement, including without limitation, the trademarks listed on **Schedule A** and all of the goodwill of the business connected with the use of, and symbolized by, the trademarks owned by Grantor;

WHEREAS, Grantor granted the Security Interest to Lehman in order to induce Lehman and the Lenders to enter into the Term Loan Agreement and the Revolving Credit Agreement, each dated as of March 15, 1999, (respectively, as amended, supplemented or modified from time to time, the "Term Loan Agreement" and the "Revolving Credit Agreement", and, together, the "Credit Agreements"), among the Borrower, Holdings, the Lenders, Lehman Brothers Inc., as advisor, lead arranger and book manager, The Bank of New York, as documentation agent, Heller Financial, Inc., as co-documentation agent, and Lehman, as syndication agent and as administrative agent;

WHEREAS, Section 8.15(b) of the Security Agreement provides that Grantor shall be released from its obligations under the Security Agreement in the event of the sale of all of the capital stock of Grantor pursuant to a transaction permitted under the Credit Agreements;

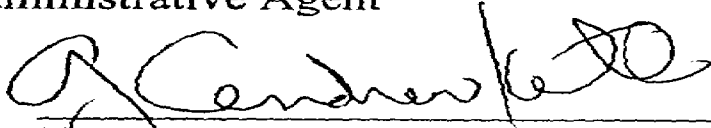
WHEREAS, pursuant to a Stock Purchase Agreement by and among Nonni's Food Company, Inc., Borrower and Grantor, Borrower is selling all of the capital stock of Grantor to an unrelated third party, and such sale is permitted under Section 6.5(f) of the Credit Agreements; and

WHEREAS, pursuant to the Security Agreement, Grantor is thereby released from all of its obligations under the Security Agreement.

NOW, THEREFORE, in consideration of the foregoing and intending to be legally bound, Lehman hereby releases the Security Interest, hereby waives and relinquishes all its rights, powers, privileges and remedies with respect to Grantor and its respective successors and assigns under the Security Agreement, hereby sells, assigns, transfers and sets over to Grantor and its respective successors and assigns any right, title or interest in or to the intellectual property of Grantor that is described in the Security Agreement, including without limitation the trademarks listed on **Schedule A**, as well as the goodwill of the business symbolized by said trademarks and any other trademarks that Grantor may have acquired, and hereby releases Grantor and its respective successors and assigns from all covenants, obligations, liabilities and warranties under the Security Agreement.

408317.3.02

LEHMAN COMMERCIAL PAPER INC.  
as Administrative Agent

By:   
Name:  
Title:

Date: January 17, 2001

SCHEDULE A

Registered Trademarks: U.S. Federal

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
BAGEL CRISPS	1,306,252	11/20/84
BURNS & RICKER	1,456,716	9/8/87
CLASSIC TUSCANY TOAST and Design	1,484,475	4/12/88
CRISPINI	1,684,571	4/28/92
NEW YORK STYLE	1,515,619	12/6/88
PANETINI	2,349,093	5/9/00
PITA CRISPS	1,562,411	10/24/89
TUSCANY TOAST	1,986,965	7/16/96
Wheat Stalk Design	1,623,858	11/20/90
Wheat Stalk Design	1,592,608	4/17/90

Applications for Trademark Registration: U.S. Federal

<u>MARK</u>	<u>SERIAL. NO.</u>	<u>FILED</u>
BISCOTTI DI TOSCANA	74/419,619	7/30/93