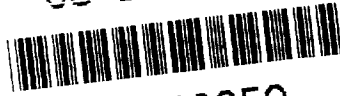


08-28-2002



102203059

COVER SHEET

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

ONLY

8.28.02

Tab settings → → →

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

1. Name of conveying party(ies):

Harris Trust and Savings Bank

- Individual(s)
- General Partnership
- Corporation-State
- Other Illinois banking corporation

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Release and Reassignment of Trademarks Recorded at Reel 1794 Frame 0363.

Execution Date: August 6, 2002

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

Name: Linden Oaks Corporation

Internal Address: _____

Street Address: 103 Foulk Road, Suite 290

City: Wilmington State: DE ZIP: 19803

- 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 registration number(s):

A. Trademark Application No.(s)

See Attached Continuation of Item Four

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Alison Winick, Esq.

Internal Address: Simpson Thacher & Bartlett

Street Address: 425 Lexington Avenue

City: New York State: NY ZIP: 10017

6. Total number of applications and registrations involved: 13

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

- Enclosed
- Authorized to be charged to credit card

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Alison Winick, Esq.
Name of Person Signing


Signature

8/27/02
Date

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

08/28/2002 6TON11 00000152 75336544

01 FC:481
02 FC:482

40.00 OP
300.00 OP

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

TRADEMARK
REEL: 002570 FRAME: 0386

CONTINUATION OF ITEM FOUR FROM RECORDATION COVER SHEET

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

App. No.	App. No.
75/336,544	75/417,650
75/417,706	75/376,522
75/382,540	75/417,716
75/376,521	75/417,707
75/417,648	75/376,523
75/507,242	75/507,109
75/417,649	

RELEASE AND REASSIGNMENT OF TRADEMARKS

THIS RELEASE AND REASSIGNMENT dated August 6th, 2002 by Harris Trust and Savings Bank, as Agent as hereinafter described;

WITNESSETH:

A. Harris Trust and Savings Bank, an Illinois banking corporation, as Agent (the "Assignee"), with a mailing address of 111 West Monroe Street, Chicago, Illinois 60690, and Linden Oaks Corporation, a Delaware corporation (the "Assignor"), with a mailing address of 103 Foulk Road, Suite 290, Wilmington, Delaware 19803, are parties to a certain Trademark Collateral Agreement dated September 23, 1998, which was recorded in the United States Patent and Trademark Office on September 30, 1998, at Reel 1794, Frame 0363 (the "Agreement"), pursuant to which, among other things, the Assignor granted a security interest in and collateral assignment of its trademarks listed on Schedule A-1 attached hereto and certain other property described therein (collectively, the "Trademarks") as security for the indebtedness, obligations and liabilities described therein as well as security for the indebtedness, obligations and liabilities described in that certain Security Agreement Re: Intellectual Property dated September 23, 1998 among the Assignee, Assignor, Kennedy Endeavors, Incorporated, a Washington corporation, and Linden Oaks Corporation, a Delaware corporation.

B. The Assignor has requested that the Assignee release its security interests in the Trademarks and reassign the same to the Assignor, and the Assignee is willing to do so on the terms and conditions herein set forth.

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

The Assignee hereby releases its security interests in and collateral assignment of, and reassigns, grants and conveys to the Assignor, without any representation, warranty, recourse or undertaking by the Assignee, all of its right, title and interest, if any, in and to:

(i) Each Trademark and each Trademark Application listed on Schedule A-1 attached hereto and made a part hereof, including without limitation all renewals thereof, all proceeds thereof (such as, by way of example, license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements thereof, and all rights corresponding thereto throughout the world; and

(ii) The goodwill of the business to which each of the Trademarks relates.

IN WITNESS WHEREOF, the Assignee has caused this Release and Reassignment to be duly executed by its duly authorized officer as of the day and year first above written.

HARRIS TRUST AND SAVINGS BANK, as Agent

By Shane Koonce
Name Shane Koonce
Title Vice President

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

On this 6th day of August, 2002 before me personally appeared Shane Koonce to me known to be the individual who executed the foregoing instrument and acknowledged to me that he executed the same as the duly authorized officer of Harris Trust and Savings Bank, as Agent as set forth above.

Nancy J. Skoda
Notary Public
COOK County, Illinois

My Commission Expires:

NOV. 2, 2004



**SCHEDULE A-1
TO TRADEMARK COLLATERAL AGREEMENT**

**REGISTERED U.S. TRADEMARKS
AND TRADEMARK APPLICATIONS**

**FEDERAL TRADEMARKS
OWNED BY LINDEN OAKS CORPORATION**

TRADEMARK	APPL. NO.	APPL. DATE	REG. NO.	REG. DATE	INT'L CLASS	FIRST USE INTERSTATE	FIRST USE ANYWHERE	AFF'D DATE	RENEWAL DATE	STATUS
AGRILINK FOODS	75/336,544	08/06/97			29, 30	ITU				Pending
AGRILINK FOODS A PROCESSING AND MARKETING COOPERATIVE	75/417,706	01/14/98			29, 30	ITU				Pending
BERNSTEIN'S & DESIGN	75/382,540	10/31/97			29	07/1997	07/1997			Pending
BREAKFAST TOPPERS	75/376,521	10/20/97			29	ITU				Pending
CURTICE BURNS FOODS AN AGRILINK BUSINESS	75/417,648	01/14/98			29, 30	ITU				Pending
DINETTE	75/507,242	06/23/98			29	ITU				Pending
HUSMAN'S HUSMAN SNACK FOODS AN AGRILINK BUSINESS (STYLIZED)	75/417,649	01/14/98			29, 30	ITU				Pending
NALLEY FINE FOODS SINCE 1918 AN AGRILINK BUSINESS (STYLIZED)	75/417,650	01/14/98			29, 30	ITU				Pending
REAL FRUIT, REAL FAST, REAL EASY.	75/376,522	10/20/97			29	ITU				Published
SNYDER OF BERLIN AN AGRILINK BUSINESS (STYLIZED)	75/417,716	01/14/98			29, 30	ITU				Pending
TIM'S CASCADE STYLE POTATO CHIPS AN AGRILINK BUSINESS (STYLIZED)	75/417,707	01/14/98			29, 30	ITU				Pending
WAKE UP AND TASTE THE FRUIT	75/376,523	10/20/97			29	ITU				Published
WHERE OTHERS SKIMP, WE SPLURGE	75/507,109	06/23/98			29	ITU				Pending