

09-26-2002



102234193

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

Form **PTO-1594**
(6/3/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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): 9-20-02
General Electric Capital Corporation, as Agent
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Delaware
 Other _____
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Agway, Inc.
Internal Address: _____
Street Address: 333 Butternut Drive
City: DeWitt State: NY Zip: 13214
 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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other Release of Security Interest
Execution Date: September 16, 2002

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) n/a
Additional number(s) attached Yes No

B. Trademark Registration No.(s) 829,193,
1,597,724, 1,596,719, 1,690,408
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Marianne F. Taras
Internal Address: Paul, Hastings, Janofsky & Walker LLP
Street Address: 1055 Washington Boulevard
City: Stamford State: CT Zip: 06901

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41).....\$ 115.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.
Marianne F. Taras Marianne F. Taras 9/18/02
Name of Person Signing Signature Date
Total number of pages including cover sheet, attachments, and document: 3

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

09/25/2002 6TON11 00000187 829193
01 FC:481
02 FC: 482
40.00 OP
75.00 OP *lu*

TRADEMARK
REEL: 2588 FRAME: 0653

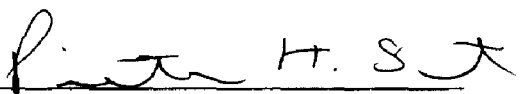
NOTICE OF RELEASE OF
SECURITY INTEREST IN TRADEMARKS AND DOMAIN NAMES

Reference is made to that certain Intellectual Property Security Agreement dated as of March 28, 2001 recorded at the United States Patent and Trademark Office at Reel 002317 and Frame 0388 on April 5, 2001 (the "Security Agreement"), made by Agway, Inc., ("Agway"), Agway Holdings Inc., ("AHI"), Agway Financial Corporation ("AFC"), Feed Commodities International LLC, ("FCI"), Milford Fertilizer Company LLC, ("MFC"), Brubaker Agronomic Consulting Service LLC ("BACS"), Agway General Agency, Inc. ("AGA"), Country Best Adams, LLC ("CBA"), Country Best-Deberry LLC, ("CBD"), Agway Energy Products LLC, ("AEP"), Agway Energy Services-PA, Inc., ("AESPA"), and Agway Energy Services, Inc., ("AES"); (Agway, AHI, AFC, FCI, MFC, BACS, AGA, CBA, CBD, AEP, AESPA and AES are, together, the "Borrowers") in favor of GENERAL ELECTRIC CAPITAL CORPORATION, ("GECC"), in its capacity as agent for Lenders pursuant to which, inter alia, the Borrowers granted to GECC a security interest in the Borrowers' right, title, and interest into the trademarks and domain names and registrations listed on Schedule A hereto (the "Trademarks").

GECC, in its capacity as agent for Lenders (the "Releasor") hereby re-assigns and releases to the Borrowers and terminates all right, title and interest that Releasor has in and to the Trademarks and all proceeds of the foregoing; and all general intangibles associated with the foregoing, including without limitation, all goodwill associated in any way with such Trademarks; the right to sue for past, present and future infringements, and all rights corresponding thereto associated with such trademarks.

This release shall be governed by and construed in accordance with the laws of the State of New York without regard to conflicts of law principles.

General Electric Capital Corporation, as
Agent, and Releasor

By: 
Name: Peter H. Smith
Title: Duly Authorized Signatory
Dated: September 16, 2002

SCHEDULE A

COUNTRY	ASSIGNED TRADEMARKS	REGISTRATION NUMBER
Canada	BIRDSNACK	396,081
Canada	FEATHERED FRIEND	381,569
Canada	FEATHERED FRIEND (and design)	381,153
Canada	FINCH DELIGHT	399,213
Canada	FLYERS' CHOICE	400,894
Ireland	FLYERS' CHOICE	149423
Ireland	BIRDSNACK	B152561
U.K.	FINCH DELIGHT	B1 509 678
U.K.	FLYERS' CHOICE	B1 509 680
U.K.	FEATHERED FRIEND	B1 506 709
U.S.	CHIRP	829,193
U.S.	ROYAL WING	1,597,724
U.S.	ROYAL WING (and design)	1,596,719
U.S.	BACKYARD BANQUET FOR BIRDS	1,690,408
U.S. - State Registered Trade Name – State of North Dakota	SUNFLOWER (a d.b.a. of Agway, Inc.)	15675700
	WOODLAND FRIENDS	
	BIRDFOOD.COM	
	ROYAL HYBRID™	

PaulHastings



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September 18, 2002

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VIA UPS OVERNIGHT

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Re: General Electric Capital Corporation/ Agway, Inc.

Dear Sirs:

Enclosed please find a recordation sheet for the release of a security interest in 4 trademarks, a true original of the Notice of Release of Security Interest in Trademarks, and a check payable to the Commissioner of Patents and Trademarks in the amount of \$115.00.

Kindly forward confirmation of the filing once available. Please contact me with any questions.

Sincerely yours,

Marianne F. Taras
Paralegal

Enclosures