

Form PTO-1594
(rev 3/1)

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

U. S. Department of Commerce
Patent and Trademark Office

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

1. Name of conveying party(ies):

Wells Fargo Foothill, Inc.

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation - **California**
- Other

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

2. Name and Address of receiving party(ies)

**Pretzel Time, Inc.
2855 E. Cottonwood Parkway, Suite 400
Salt Lake City, UT 84121**

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - **Utah**
- 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 in Trademarks**

Execution Date: **March 17, 2004**

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

A. Trademark Application No(s).

**75861832 76203148 76427508
76383156**

B. Trademark Registration No(s).

**2347706 1875649 1778178
2446885 2495593**

Additional numbers attached? Yes No

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

**Carole Aciman, Esq.
SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP
Four Times Square
New York, New York 10036**

6. Total number of applications/registrations involved: 9

7. Total fee (37 CFR 3.41) **\$240**

All fees and any deficiencies are authorized to be charged to Deposit Account
(Our Ref. 013430/17)

8. Deposit Account No. **19-2385**

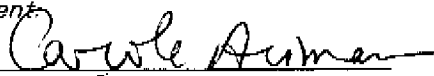
DO NOT USE THIS SPACE

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.

Carole Aciman

Name



Signature

March 19, 2004

Date

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

CH \$240.00 192385 76861832

RELEASE OF SECURITY INTEREST IN TRADEMARKS

This Release of Security Interest in Trademarks (“**Release**”) is dated as of March ~~17~~ 2004. Reference is hereby made to the Trademark Security Agreement dated as of January 16, 2003 (“**Trademark Security Agreement**”) by and between **PRETZEL TIME, INC.**, a Utah corporation (“**Assignor**”) and **WELLS FARGO FOOTHILL, INC.**, a California corporation (f/k/a Foothill Capital Corporation) (“**Foothill**”). All capitalized terms used but not otherwise defined herein shall have the meanings given to them in the Trademark Security Agreement.

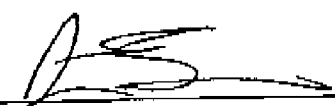
Foothill hereby notifies, acknowledges to and agrees with Assignor that the security interest granted by Assignor in the Collateral, including, without limitation, the security interest granted in the Trademarks listed on the attached Schedule A, is terminated and released, and that Foothill hereby releases and forever discharges all of its right, title and interest, of any kind or nature, in the Collateral.

Foothill hereby agrees to take such further actions and to execute and deliver such further documents as Assignor may reasonably request to effect and evidence this Release, including, without limitation, the execution and delivery of any filings, statements, amendments, recordations or other instruments required to maintain the applications or registrations of the Collateral and record the chain of title accordingly with the United States Patent and Trademark Office, subject, in each case to Assignor’s prior payment in full to Foothill of its costs and expenses (including reasonable fees and disbursements of counsel) incurred in connection therewith; provided, however, that Foothill shall not be required to take any action which exposes Foothill to personal liability or which is contrary to applicable law.

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IN WITNESS WHEREOF, Foothill has caused this Release of Security Interest in Trademarks to be duly executed and delivered by its duly authorized officer as of the date first above written.

WELLS FARGO Foothill, INC.,
a California corporation

By: 
Title: VICE PRESIDENT

[Signature page to Release of Trademark Security Interest]

**SCHEDULE A
TO
RELEASE OF SECURITY INTEREST OF TRADEMARKS**

TRADEMARKS

Registrations

No.	<u>Trademark</u>	<u>Country</u>	<u>Registration Number</u>	<u>Registration Date</u>
1.	Pretzel Time	Argentina	1.827.182	27-Apr-2001
2.	Pretzel Time	Argentina	1.827.183	27-Apr-2001
3.	Pretzel Time & Design	Australia	811326	22-Oct-1999
4.	Pretzel Time (Stylized)	Australia	A614592	25-Oct-1993
5.	Pretzel Time	Benelux	652668	19-Oct-1999
6.	Pretzel Time (Stylized)	Canada	454,105	16-Feb-1996
7.	Pretzel Time	Chile	560.755	04-Feb-2000
8.	Pretzel Time & Design	Hong Kong	6 (A-B) of 2001	29-Nov-1999
9.	Pretzel Time	Israel	124202	26-Nov-1998
10.	Pretzel Time	Israel	124203	26-Nov-1998
11.	Pretzel Time	Israel	124204	26-Nov-1998
12.	Pretzel Time (Stylized)	Japan	3329303	04-Jul-1997
13.	Pretzel Time (Stylized)	Mexico	458288	25-Apr-1994
14.	Pretzel Time	Tunisia	EE991752	21-Oct-1999
15.	Freshness with a Twist	United States	2,347,706	02-May-2000
16.	Pretzel Time and Design	United States	1,875,649	24-Jan-1995
17.	Pretzel Time (Stylized)	United States	1,778,178	22-Jun-1993
18.	Roll It, Twist It, Bake It . . . Fresh	United States	2,446,885	24-Apr-2001
19.	Pretzel Time	United States	2,495,593	09-Oct-2001
20.	Pretzel Time	Uruguay	318.246	19-Nov-2001

Applications

No.	<u>Trademark</u>	<u>Country</u>	<u>Application Number</u>	<u>Date Filed</u>
1.	Pretzel Time	Brazil	822,000,000	26-Nov-1999
2.	Pretzel Time	Brazil	822,000,000	26-Nov-1999
3.	Pretzel Time	Chile	456.269	28-Jul-1999
4.	Pretzel Time	Chile	456.271	28-Jul-1999
5.	Pretzel Time (Stylized)	Saudi Arabia	61930	22-Dec-1999
6.	Pretzel Time (Stylized)	Saudi Arabia	61931	22-Dec-1999
7.	Pretzel Time	United States	75,861,832	30-Nov-1999
8.	Pretzelini	United States	76/203,148	30-Jan-2001
9.	Deli Pockets	United States	76/427,508	05-Jul-2002
10.	Pretzel Dog	United States	76/383,156	15-Mar-2002

Schedule A - 1