

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
LEHMAN COMMERCIAL PAPER INC., as administrative agent		02/08/2005	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	TRAPPEY'S FINE FOODS, INC.
Street Address:	Four Gatehall Drive, Suite 110
Internal Address:	c/o B&G Foods, Inc.
City:	Parsippany
State/Country:	NEW JERSEY
Postal Code:	07054
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	0230395	MEXI-PEP
Registration Number:	0820117	DULCITO
Registration Number:	0819665	TORRIDO
Registration Number:	0841700	TEMPERO
Registration Number:	0842183	SERANO
Registration Number:	0845099	TRAPPEY'S
Registration Number:	0856105	
Registration Number:	0965698	DULCITO
Registration Number:	0989073	TORRIDO
Registration Number:	0999803	INDI-PEP
Registration Number:	0989382	GREEN DRAGON
Registration Number:	1274499	CHEF MAGIC

OP \$315.00 0230395

CORRESPONDENCE DATA

Fax Number: (714)755-8290
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (714) 540-1235
Email: greg.phillips@lw.com
Correspondent Name: Latham & Watkins LLP
Address Line 1: 650 Town Center Drive
Address Line 2: Suite 2000
Address Line 4: Costa Mesa, CALIFORNIA 92626

NAME OF SUBMITTER:	Greg Phillips, Senior Paralegal
Signature:	/greg phillips/
Date:	02/25/2005

Total Attachments: 5
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RELEASE OF SECURITY INTEREST

This RELEASE, dated as of February 8, 2005, is made by Lehman Commercial Paper Inc. ("LCPI"), as administrative agent, pursuant to the termination of the Amended and Restated Guarantee and Collateral Agreement dated as of August 21, 2003 between LCPI and Trappey's Fine Foods, Inc. (the "Borrower") (the "Amended and Restated Guarantee and Collateral Agreement").

WITNESSETH:

WHEREAS, the Borrower and LCPI entered into an Amended and Restated Revolving Credit Agreement and an Amended and Restated Term Loan Agreement, each dated as of August 21, 2003 (the "Credit Agreements"), pursuant to which LCPI extended credit to the Borrower, and in return the Borrower granted security interests pursuant to a Grant of Security Interest in Trademark Rights dated August 21, 2003, by Borrower in favor of LCPI, recorded with the U.S. Patent and Trademark Office in connection with the Borrower's trademarks on November 19, 2003, Reel/Frame 2749/0606.

WHEREAS, LCPI acknowledges full payment, performance and satisfaction of the Note issued pursuant to the Credit Agreements secured by the above-referenced Amended and Restated Guarantee and Collateral Agreement; and


WHEREAS, the Borrower has requested that LCPI release its security interest in the Collateral, as defined in the Amended and Restated Guarantee and Collateral Agreement in connection with the termination of the Credit Agreements and the Amended and Restated Guarantee and Collateral Agreement (the "Released Collateral").

NOW, THEREFORE, LCPI hereby **RELEASES** all of its security interest in the Released Collateral, namely, the trademarks listed in Schedule A, and the trademark registrations listed in Schedule B, all schedules attached hereto and incorporated herein by reference, and any other Collateral described in the aforementioned Amended and Restated Guarantee and Collateral Agreement, including any licenses.

LCPI agrees, at the Borrower's expenses, to cooperate with the Borrower and to provide the Borrower with the information and additional authorization necessary to effect the release of LCPI's security interest in the Released Collateral.

IN WITNESS WHEREOF, LCPI has executed this Release as of the date first set forth above.

Lehman Commercial Paper Inc., as administrative agent

By: 
Name: Craig Malloy
Title: Authorized Signatory

CERTIFICATE OF ACKNOWLEDGMENT

NEW YORK

STATE OF _____)

COUNTY OF ~~NEW YORK~~)

ss.

On this 8th day of February, 2005, before me personally appeared Craig Malloy, proved to me on the basis of satisfactory evidence to be the person who executed the foregoing instrument on behalf of Lehman Commercial Paper Inc., and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.




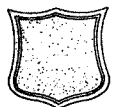
IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal, this 8th day of February, 2005.

Nelvadia Hatcher
Notary Public

{seal}





NELVADIA HATCHER
Notary Public, State of New York
Registration # 01HA6082085
Qualified in Kings County
Commission Expires October 21, 2006

SCHEDULE A

Image	Trademark
MEXI-PEP	MEXI-PEP
	DULCITO
	TORRIDO
	TEMPERO
	SERANO
	TRAPPEY'S
	Design Only
	DULCITO
	TORRIDO
	INDI-PEP
	GREEN DRAGON
	CHEF MAGIC

SCHEDULE B

U.S. Trademark Registrations

Ref No.	Image	Trademark	Application Number	Registration Number	Application Date	Date Registered
1	MEXI-PEP	MEXI-PEP	71/245762	0230395	March 14, 1927	July 19, 1927
2		DULCITO	72/226867	0820117	August 31, 1965	December 6, 1966
3		TORRIDO	72/226868	0819665	August 31, 1965	November 29, 1966
4		TEMPERO	72/232038	0841700	November 2, 1965	January 2, 1968
5		SERANO	72/260099	0842183	December 5, 1966	January 9, 1968
6		TRAPPEY'S	72/262822	0845099	January 18, 1967	February 27, 1968
7		Design Only	72/270438	0856105	May 1, 1967	September 3, 1968
8		DULCITO	72/426475	0965698	June 6, 1972	August 7, 1973
9		TORRIDO	72/426476	0989073	June 6, 1972	July 23, 1974
10		INDI-PEP	73/000379	0999803	September 7, 1973	December 17, 1974
11		GREEN DRAGON	73/000411	0989382	September 7, 1973	July 30, 1974
12		CHEF MAGIC	73/409431	1274499	January 13, 1983	April 17, 1984