

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:	POLANER, 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: 11

Property Type	Number	Word Mark
Registration Number:	0596870	POLANER
Registration Number:	0987993	JAM LOVER'S
Registration Number:	1124752	POLANER LITE
Registration Number:	1497875	MAX AMS
Registration Number:	1545485	POLANER FANCY FRUIT
Registration Number:	1832827	ALL FRUIT
Registration Number:	1650259	POLANER
Registration Number:	1751430	DON'T DARE CALL IT JELLY!
Registration Number:	1961765	POLANER
Registration Number:	2825356	DON'T DARE CALL IT JELLY!
Registration Number:	2748239	POLANER SPREADABLE

CORRESPONDENCE DATA

OP \$290.00 0596870

Fax Number: (714)755-8290
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (714) 540-1235
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Address Line 4: Costa Mesa, CALIFORNIA 92626

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

Total Attachments: 8
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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 Polaner, 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 2749/0338, and a Grant of Security Interest in Copyrights dated August 21, 2003 recorded with the Copyright Office in connection with Borrower's copyright registrations on October 3, 2003, at V3502 D286 P1-6.

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, the trademark registrations listed in Schedule B, and the copyright registrations listed in Schedule C, 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

STATE OF NEW YORK)
)
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, 20 06

SCHEDULE A

Image	Trademark
	POLANER
	JAM LOVER'S
	POLANER LITE
	MAX AMS
	POLANER FANCY FRUIT
	ALL FRUIT
<p data-bbox="618 1272 764 1293">DON'T DARE CALL IT JELLY!</p> <hr data-bbox="586 1325 794 1331"/>	DON'T DARE CALL IT JELLY!
	DON'T DARE CALL IT JELLY!
	POLANER SPREADABLE

SCHEDULE B

U.S. Trademark Registrations

Ref No.	Image	Trademark	Application Number	Registration Number	Application Date	Date Registered
1		POLANER	71/654275	0596870	October 6, 1953	October 12, 1954
2		JAM LOVER'S	72/449928	0987993	February 27, 1973	July 9, 1974
3		POLANER LITE	73/173000	1124752	June 5, 1978	September 4, 1979
4		MAX AMS	73/621246	1497875	September 22, 1986	July 26, 1988
5		POLANER FANCY FRUIT	73/621247	1545485	September 22, 1986	June 27, 1989
6		ALL FRUIT	74/014101	1832827	December 22, 1989	April 26, 1994
7		POLANER	74/074374	1650259	June 29, 1990	July 9, 1991
8	DON'T DARE CALL IT JELLY!	DON'T DARE CALL IT JELLY!	74/279075	1751430	May 26, 1992	February 9, 1993
9		POLANER	74/635204	1961765	February 17, 1995	March 12, 1996
10		DON'T DARE CALL IT JELLY!	75/639271	2825356	February 8, 1999	March 23, 2004
11		POLANER SPREADABLE	76/298680	2748239	August 10, 2001	August 5, 2003

SCHEDULE C

Copyright Registrations

TITLE	REG. NO.	REG. DATE
Polaner All Fruit, Black Cherry	VA 499033	July 24, 1991
Jam Lover, Pure Apple Jelly	VA 466383	July 22, 1991
Jam Lover, Pure Jam Strawberry	VA 466382	July 22, 1991
Jam Lover, Pure Grape Jelly	VA 466387	July 22, 1991
Jam Lover, Pure Marmalade Orange	VA 466384	July 22, 1991
Polaner Natural Red Currant Jelly	VA 476354	July 22, 1991
Polaner Real Mint Jelly	VA 476353	July 22, 1991
Polaner All Fruit - Orange	VA 464598	October 4, 1990
Polaner All Fruit - Blueberry	VA 428879	October 4, 1990
Polaner All Fruit - Apricot	VA 428878	October 4, 1990
Polaner All Fruit - Strawberry	VA 428877	October 4, 1990
Polaner All Fruit - Pineapple	VA 428876	October 4, 1990
Polaner All Fruit - Seedless Blackberry	VA 428875	October 4, 1990
Polaner All Fruit - Raspberry	VA 427806	October 4, 1990

TITLE	REG. NO.	REG. DATE
Polaner All Fruit – Grape	VA 427805	October 4, 1990
Polaner All Fruit - Peach	VA 427804	October 4, 1990