

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Release of Security Agreement

**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**

<b>Name:</b>	ORTEGA HOLDINGS INC.
<b>Also Known As:</b>	AKA O BRAND ACQUISITION CORP.
<b>Street Address:</b>	Four Gatehall Drive, Suite 110
<b>Internal Address:</b>	c/o B&G Foods, Inc.
<b>City:</b>	Parsippany
<b>State/Country:</b>	NEW JERSEY
<b>Postal Code:</b>	07054
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 15**

Property Type	Number	Word Mark
Registration Number:	0607388	ORTEGA
Registration Number:	0724887	ORTEGA
Registration Number:	1049767	ORTEGA
Registration Number:	1865107	ORTEGA
Registration Number:	1883777	ORTEGA
Registration Number:	2013197	ORTEGA
Registration Number:	2127230	ORTEGA
Registration Number:	2241950	ORTEGA
Registration Number:	2165889	ORTEGA
Registration Number:	2263248	MEXICAN MEALS MADE EASY
Registration Number:	2269133	MEXICAN MEALS MADE EASY
Registration Number:	2269159	ORTEGA

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Registration Number:	2269160	ORTEGA
Registration Number:	2269212	ORTEGA
Registration Number:	2460967	

**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: 6  
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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 Ortega Holdings Inc., formerly O Brand Acquisition Corp. (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 2749/0330.

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

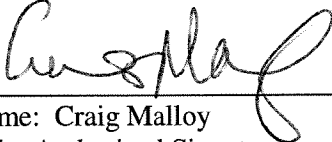
WHEREAS, the Borrower has requested that LCPI release its security interest in the Collateral, as defined in the Amended and Restated Guarantee and Collateral Agreement in connection with the termination of the Credit Agreements and the Amended and Restated Guarantee and Collateral Agreement (the “Released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

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.

  
\_\_\_\_\_  
Notary Public

**NELVADIA HATCHER**  
**Notary Public, State of New York**  
**Registration # 01HA6082085**  
**Qualified in Kings County**  
**Commission Expires October 21, 20 06**







{seal}

**SCHEDULE A**

Image	Trademark
	ORTEGA
	ORTEGA
	MEXICAN MEALS MADE EASY
	ORTEGA
	ORTEGA
	ORTEGA
	Design Only
	A FIESTA OF FLAVOR IN YOUR FREEZER
	A FIESTA OF FLAVOR

**SCHEDULE B**

U.S. Trademark Registrations

Ref No.	Image	Trademark	Application Number	Registration Number	Application Date	Date Registered
1		ORTEGA	71/670169	0607388	July 19, 1954	June 14, 1955
2		ORTEGA	72/107833	0724887	November 4, 1960	December 5, 1961
3		ORTEGA	73/056527	1049767	June 30, 1975	October 5, 1976
4		ORTEGA	74/348596	1865107	January 14, 1993	November 29, 1994
5		ORTEGA	74/503825	1883777	March 22, 1994	March 14, 1995
6		ORTEGA	74/660631	2013197	April 12, 1995	November 5, 1996
7		ORTEGA	75/222090	2127230	January 7, 1997	January 6, 1998
8		ORTEGA	75/305651	2241950	June 9, 1997	April 27, 1999
9		ORTEGA	75/311963	2165889	June 12, 1997	June 16, 1998
10		MEXICAN MEALS MADE EASY	75/539893	2263248	August 20, 1998	July 20, 1999
11		MEXICAN MEALS MADE EASY	75/541739	2269133	August 24, 1998	August 10, 1999
12		ORTEGA	75/549467	2269159	September 8, 1998	August 10, 1999
13		ORTEGA	75/549469	2269160	September 8, 1998	August 10, 1999
14		ORTEGA	75/558870	2269212	September 28, 1998	August 10, 1999
15		Design Only	75/757169	2460967	July 22, 1999	June 19, 2001