

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                              |                              |
|------------------------------|------------------------------|
| <b>SUBMISSION TYPE:</b>      | NEW ASSIGNMENT               |
| <b>NATURE OF CONVEYANCE:</b> | 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**

|                          |                                    |
|--------------------------|------------------------------------|
| <b>Name:</b>             | MAPLE GROVE FARMS OF VERMONT, INC. |
| <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: VERMONT               |

**PROPERTY NUMBERS Total: 15**

| Property Type        | Number  | Word Mark                           |
|----------------------|---------|-------------------------------------|
| Registration Number: | 0128447 | MAPLE GROVE                         |
| Registration Number: | 0182475 | MAPLE GROVE                         |
| Registration Number: | 1017553 | VERMONT FARMS                       |
| Registration Number: | 1784306 | MAPLE GROVE FARMS                   |
| Registration Number: | 1835046 | VERMONT SUGAR FREE                  |
| Registration Number: | 1933973 | NEW ENGLAND FARMHOUSE PANCAKE SYRUP |
| Registration Number: | 2137733 | UP COUNTRY NATURALS                 |
| Registration Number: | 2119091 |                                     |
| Registration Number: | 2297585 | MAPLE GROVE FARMS OF VERMONT        |
| Registration Number: | 2537805 | VERMONT SUGAR FREE                  |
| Registration Number: | 2604164 | MAPLE GROVE FARMS OF VERMONT        |
| Registration Number: | 2614593 | MAPLE GROVE FARMS                   |
| Registration Number: | 2642809 | MAPLE GROVE FARMS OF VERMONT        |

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|                      |         |                              |
|----------------------|---------|------------------------------|
| Registration Number: | 2656414 | MAPLE GROVE FARMS OF VERMONT |
| Registration Number: | 2792675 | UP COUNTRY ORGANICS          |

**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 Maple Grove Farms of Vermont, 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 2749/0280.

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

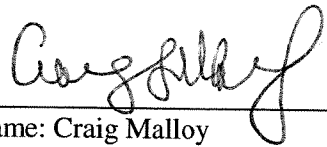
WHEREAS, the Borrower has requested that LCPI release its security interest in the Collateral, as defined in the Amended and Restated Guarantee and Collateral Agreement in connection with the termination of the Credit Agreements and the Amended and Restated Guarantee and Collateral Agreement (the "Released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




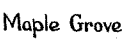


**SCHEDULE A**




| Image   | Trademark                           |
|---|-------------------------------------|
|    | MAPLE GROVE                         |
| Maple Grove   | MAPLE GROVE                         |
|   | VERMONT FARMS                       |
|   | MAPLE GROVE FARMS                   |
|   | VERMONT SUGAR FREE                  |
|   | NEW ENGLAND FARMHOUSE PANCAKE SYRUP |
|   | UP COUNTRY NATURALS                 |
|  | Design Only                         |
|  | Design Only                         |
|   | MAPLE GROVE FARMS OF VERMONT        |
|   | VERMONT SUGAR FREE                  |
|  | MAPLE GROVE FARMS OF VERMONT        |
|  | MAPLE GROVE FARMS                   |

| Image   | Trademark                    |
|---|------------------------------|
|  | MAPLE GROVE FARMS OF VERMONT |
|   | UP COUNTRY ORGANICS          |

### SCHEDULE B

#### U.S. Trademark Registrations

| Ref No. | Image   | Trademark                           | Application Number | Registration Number | Application Date  | Date Registered   |
|---------|---|-------------------------------------|--------------------|---------------------|-------------------|-------------------|
| 1       |    | MAPLE GROVE                         | 71/119241          | 0128447             | June 5, 1919      | January 6, 1920   |
| 2       |    | MAPLE GROVE                         | 71/154523          | 0182475             | October 24, 1921  | April 8, 1924     |
| 3       |   | VERMONT FARMS                       | 73/037543          | 1017553             | November 19, 1974 | August 5, 1975    |
| 4       |   | MAPLE GROVE FARMS                   | 74/308068          | 1784306             | August 27, 1992   | July 27, 1993     |
| 5       |   | VERMONT SUGAR FREE                  | 74/349789          | 1835046             | January 19, 1993  | May 3, 1994       |
| 6       |   | NEW ENGLAND FARMHOUSE PANCAKE SYRUP | 74/474993          | 1933973             | December 27, 1993 | November 7, 1995  |
| 7       |   | UP COUNTRY NATURALS                 | 75/031588          | 2137733             | December 12, 1995 | February 17, 1998 |
| 8       |  | Design Only                         | 75/120449          | 2119091             | June 7, 1996      | December 9, 1997  |
| 9       |   | MAPLE GROVE FARMS OF VERMONT        | 75/465311          | 2297585             | April 9, 1998     | December 7, 1999  |
| 10      |   | VERMONT SUGAR FREE                  | 76/039480          | 2537805             | May 2, 2000       | February 12, 2002 |
| 11      |  | MAPLE GROVE FARMS OF VERMONT        | 76/220904          | 2604164             | March 7, 2001     | August 6, 2002    |

| Ref No. | Image   | Trademark                    | Application Number | Registration Number | Application Date | Date Registered   |
|---------|---|------------------------------|--------------------|---------------------|------------------|-------------------|
| 12      |  | MAPLE GROVE FARMS            | 76/221064          | 2614593             | March 7, 2001    | September 3, 2002 |
| 13      |  | MAPLE GROVE FARMS OF VERMONT | 76/364525          | 2642809             | January 28, 2002 | October 29, 2002  |
| 14      |  | MAPLE GROVE FARMS OF VERMONT | 76/364526          | 2656414             | January 28, 2002 | December 3, 2002  |
| 15      |   | UP COUNTRY ORGANICS          | 76/455919          | 2792675             | October 4, 2002  | December 9, 2003  |