

RECORDED 09-13-2004



102833908

2 SHEET  
Y

9-10-04

To the Honorable Commissioner of

attached original documents or copy thereof.

Address of receiving party(ies):

1. Name of conveying party(ies):

JPMorgan Chase Bank

Name: Richelieu Foods, Inc, Richelieu Group, Inc., Willow Foods, Inc., Crestar Crusts, and Richfield Pizza Co., Inc.

Internal Address:

Street Address: 25 Braintree Hill Office Park Suite 405

- Individuals
- General Partnership
- Corporate-State
- Other Bank
- Association
- Limited Partnership

City: Braintree State MA ZIP 02184

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

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State DE, DE, WI, DE, DE respectively
- Other

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Termination/Release of Security Interest
- Merger
- Change of Name

If assignee is not domiciled in the United States, a domestic representative designation is attached:  yes  no  
(Designation must be a separate document from assignment) Additional name(s) & address(es) attached?  yes  no

Execution Date: August 23, 2004

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

A. Trademark Application No(s)

See Exhibit A attached

B. Trademark Registration No.(s)

See Exhibit A attached

Additional numbers attached?  Yes  No

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

Name: Judy Radoccia

Internal Address: Edwards & Angell, LLP

Street Address: 101 Federal Street

City: Boston State MA ZIP 02110

6. Total number of applications and registrations involved ..... 27

7. Total fee (37 CFR 3.41)..... \$690.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit Account Number:

(Attach duplicate copy of this page if paying by deposit account)

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.

Judy Radoccia

Name of Person Signing

*Judy Radoccia*  
Signature

September 9, 2004

Date

Total number of pages including cover sheet, attachments, and document 8

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patents & Trademarks, Box Assignments  
Washington, D.C. 20231

U:ACJIAFOR5151591

13/2004  
LWIELLER 00000081 1649621  
40 00 0P  
650 00 0P

**EXHIBIT A  
RELEASED TRADEMARKS**

Trademarks (generally in the name of Richelieu Foods, Inc. but some especially at non-USA jurisdictions may be in other Borrower's or their predecessors names)

<u>Mark</u>	<u>Country/State</u>	<u>Type</u>	<u>No.</u>
HOT PROFITS TO GO & des	Canada	Registration	384,129
CHEF ANTONIO	USA	Registration	1,689,621
Chef Design	USA	Registration	767,718
DON MARTINO	USA	Registration	2,103,509
DON MARTINO & design	USA	Registration	2,105,498
GROCER'S GARDEN	USA	Registration	1,704,331
GROCER'S GARDEN	USA	Registration	2,517,683
Head Design	USA	Registration	1,476,117
OAK PARK	USA	Application	78/197,619
NATALINA PIZZA & des	USA	Registration	2,158,307
PAPA-LINO'S (stylized)	USA	Registration	2,097,653
PASQUALE'S & des	USA	Registration	766,883
PASQUALE'S & des	USA	Registration	849,520
PASQUALE'S (stylized)	USA	Registration	766,884
PASQUALE'S (stylized)	USA	Registration	849,521
PIZZA PRESTO!	USA	Registration	2,223,540
PROVATI!	USA	Registration	2,097,652
RICHELIEU	USA	Application	78/189,464
RICHELIEU	USA	Registration	1,781,586
RICHELIEU (styl)	USA	Registration	526,735

<u>Mark</u>	<u>Country/State</u>	<u>Type</u>	<u>No.</u>
SMARTSALAD	USA	Application	78/217,829
SMARTSALADS & des	Wisconsin	Registration	N/A (8/23/89)
SMARTSALADS	USA	Application	76/246,655
Train Design	USA	Registration	1,512,930
WESTERN	USA	Registration	1,572,185
WESTERN & des	USA	Registration	803,506
WESTERN (styl)	USA	Registration	1,310,305

**TERMINATION OF SECURITY INTEREST  
IN SPECIFIC TRADEMARKS**

THIS TERMINATION OF SECURITY INTEREST IN SPECIFIC TRADEMARKS, dated August 23, 2004, executed by JPMORGAN CHASE BANK (the "Agent"), pursuant to which the Agent, for itself and certain other lenders (the "Lenders") is releasing all of its security interests in the Released Trademarks (as defined below).

WHEREAS, the Agent, for the benefit of the Lenders, previously entered into a Security Agreement (Trademarks) dated as of April 11, 2003 with Richelieu Foods, Inc., a Delaware corporation, Richelieu Group, Inc., a Delaware corporation, Willow Foods, Inc., a Wisconsin corporation, Crestar Crusts, Inc., a Delaware corporation, and Richfield Pizza Co., Inc., a Delaware corporation (the preceding five corporations, collectively, the "Pledgors"), each having an address at 25 Braintree Hill Office Park, Suite 405, Braintree, Massachusetts 02184, recorded in the United States Patent and Trademark Office (the "Security Agreement") on July 18, 2003 at Reel 002785, Frame 0295;

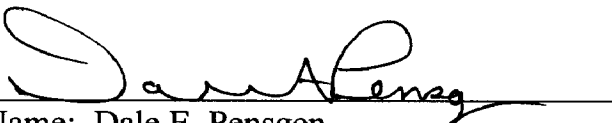
WHEREAS, the Security Agreement included reference to, among others, the following trademarks/trademark applications listed in Exhibit A hereto (the "Released Trademarks").

WHEREAS, the Agent desires and is willing to terminate its security interest in the Released Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Agent, on behalf of the Lenders, hereby terminates all of the Agent's security interest in the Released Trademarks.

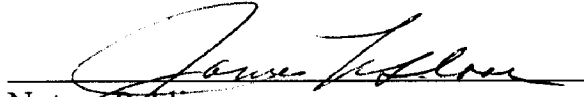
IN WITNESS WHEREOF, the Agent has caused this Termination of Security Interest to be duly executed on the date first mentioned above.

JPMORGAN CHASE BANK, as Agent

By:   
Name: Dale E. Pensgen  
Title: Vice President

COMMONWEALTH OF MASSACHUSETTS )  
 )  
COUNTY OF )

On this 23 day of August, 2004, before me, the undersigned notary public, personally appeared Dale A. Rensgen, proved to me through satisfactory evidence of identification, which was known personally, to be the person whose name is signed on the preceding or attached document and acknowledged to me that (he)(~~she~~) signed it voluntarily for its stated purpose as Vice President for JPMorgan Chase Bank.

  
Notary Public

JAMES J. SLOAN  
Notary Public STATE of New York  
MONROE COUNTY  
Commission Expires APRIL 30, 2006

**EXHIBIT A  
RELEASED TRADEMARKS**

Trademarks (generally in the name of Richelieu Foods, Inc. but some especially at non-USA jurisdictions may be in other Borrower's or their predecessors names)

<u>Mark</u>	<u>Country/State</u>	<u>Type</u>	<u>No.</u>
HOT PROFITS TO GO & des	Canada	Registration	384,129
CHEF ANTONIO	USA	Registration	1,689,621
Chef Design	USA	Registration	767,718
DON MARTINO	USA	Registration	2,103,509
DON MARTINO & design	USA	Registration	2,105,498
GROCER'S GARDEN	USA	Registration	1,704,331
GROCER'S GARDEN	USA	Registration	2,517,683
Head Design	USA	Registration	1,476,117
OAK PARK	USA	Application	78/197,619
NATALINA PIZZA & des	USA	Registration	2,158,307
PAPA-LINO'S (stylized)	USA	Registration	2,097,653
PASQUALE'S & des	USA	Registration	766,883
PASQUALE'S & des	USA	Registration	849,520
PASQUALE'S (stylized)	USA	Registration	766,884
PASQUALE'S (stylized)	USA	Registration	849,521
PIZZA PRESTO!	USA	Registration	2,223,540
PROVATI!	USA	Registration	2,097,652
RICHELIEU	USA	Application	78/189,464
RICHELIEU	USA	Registration	1,781,586
RICHELIEU (styl)	USA	Registration	526,735

<u>Mark</u>	<u>Country/State</u>	<u>Type</u>	<u>No.</u>
SMARTSALAD	USA	Application	78/217,829
SMARTSALADS & des	Wisconsin	Registration	N/A (8/23/89)
SMARTSALADS	USA	Application	76/246,655
Train Design	USA	Registration	1,512,930
WESTERN	USA	Registration	1,572,185
WESTERN & des	USA	Registration	803,506
WESTERN (styl)	USA	Registration	1,310,305