

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Trademark Security Agreement Termination and Release		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
The Bank of New York, as Agent		12/07/2005	CORPORATION:

RECEIVING PARTY DATA	
Name:	New World Pasta Company
Street Address:	85 Shannon Road
City:	Harrisburg
State/Country:	PENNSYLVANIA
Postal Code:	17112
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 129

Property Type	Number	Word Mark
Registration Number:	50396	RED CROSS
Registration Number:	72945	LA GRISETTE
Registration Number:	90907	CREAMETTE
Registration Number:	128415	SAN GIORGIO
Registration Number:	137680	PRINCE
Registration Number:	177999	POT-PIE
Registration Number:	198245	CREAMETTE
Registration Number:	212208	ELBO-RONI
Registration Number:	233754	CREAMETTE
Registration Number:	420192	CAVALIERE
Registration Number:	507026	CREAMETTE
Registration Number:	509667	
Registration Number:	510104	CREAMETTE
Registration Number:	511846	CREAM OF EGG

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Registration Number:	518709	RONZONI
Registration Number:	524570	"FLUFFY DUMPLETS"
Registration Number:	536579	GOODMAN'S
Registration Number:	541258	DELMONICO
Registration Number:	551327	SALAD-RONI
Registration Number:	551328	SHEL-RONI
Registration Number:	571383	HOLSUM
Registration Number:	576129	CREAMETTE
Registration Number:	603456	KLUS-KY
Registration Number:	607385	SAN GIORGIO
Registration Number:	609228	MRS. WEISS'
Registration Number:	624605	SLENDERONI
Registration Number:	646880	MRS. WEISS'
Registration Number:	653871	RIPPLETS
Registration Number:	661447	GIOIA
Registration Number:	670993	SKINNER
Registration Number:	682275	PERFECTION
Registration Number:	691367	PRINCE
Registration Number:	695771	RONI-MAC
Registration Number:	701457	CURLY-RONI
Registration Number:	769247	KRINKLY
Registration Number:	778273	PRINCE
Registration Number:	784189	ITALIANO
Registration Number:	810854	D
Registration Number:	811448	CREAMETTES
Registration Number:	815540	GIOIA
Registration Number:	817475	A-B-C-ETTES
Registration Number:	818393	CAVALIERE
Registration Number:	821223	CREAMETTE
Registration Number:	821224	CREAMETTES
Registration Number:	821366	RONZONI SONO BUONI-RONZONI IS SO GOOD
Registration Number:	825007	KET-L-KUT
Registration Number:	843884	ITALIANO
Registration Number:	844678	SAN GIORGIO
Registration Number:	844679	

Registration Number:	847955	CREAM-A-RONI
Registration Number:	867641	CHOO CHOO-WHEELS
Registration Number:	872289	ITALIAN PANTRY
Registration Number:	874797	TORRONCINI
Registration Number:	877486	DELMONICO
Registration Number:	878802	PASTA MIA
Registration Number:	884727	
Registration Number:	915314	
Registration Number:	915957	CREAMETTES
Registration Number:	938182	IPPOLITO'S
Registration Number:	968772	SAN GIORGIO SOUPETTES
Registration Number:	970866	WEDNESDAY IS PRINCE SPAGHETTI DAY
Registration Number:	998809	SUNDAY IS PRINCE LASAGNA DAY
Registration Number:	1000797	
Registration Number:	1109562	LIGHT 'N FLUFFY
Registration Number:	1109794	MERLINO'S
Registration Number:	1110639	LA TERMINESE
Registration Number:	1201326	RONZONI
Registration Number:	1232094	CREAMETTE
Registration Number:	1239609	P&R
Registration Number:	1248557	
Registration Number:	1248562	CREAMETTE
Registration Number:	1257063	P&R PROCINO-ROSSI
Registration Number:	1281774	AMERICAN BEAUTY PERFECTION ALL THAT ITS NAME IMPLIES
Registration Number:	1313673	SKINNER'S
Registration Number:	1390136	GIOIA GARDEN SPIRALS
Registration Number:	1391026	GARDEN SPIRALS
Registration Number:	1403340	MERLINO'S
Registration Number:	1412539	GARDEN WHEELS
Registration Number:	1412540	GARDEN SHELLS
Registration Number:	1456710	
Registration Number:	1467570	COUNTRY KITCHEN
Registration Number:	1474360	AMERICAN BEAUTY
Registration Number:	1499534	SONO BUONI CLUB

Registration Number:	1510313	LA PALOMA
Registration Number:	1516570	TRIO ITALIANO
Registration Number:	1518157	AMERICAN BEAUTY
Registration Number:	1521166	SKINNER
Registration Number:	1533072	CLASSIC CORNER
Registration Number:	1538349	RONZONI SONO BUONI
Registration Number:	1540729	PERFECTION
Registration Number:	1547584	SAN GIORGIO FETTUCCINI FLORENTINE
Registration Number:	1642927	AMERICAN BEAUTY
Registration Number:	1708489	NEW MILL
Registration Number:	1870717	THE PASTA EXPERTS
Registration Number:	1875426	ECONOMY PAK
Registration Number:	1905784	AMERICAN BEAUTY
Registration Number:	1911635	AMERICAN BEAUTY
Registration Number:	1986632	
Registration Number:	2004806	RONZONI
Registration Number:	2022974	RONZONI
Registration Number:	2026782	EVERY DAY'S A PRINCE PASTA DAY!
Registration Number:	2064886	PERFECTION
Registration Number:	2284266	SOUPS 'N' SIDES
Registration Number:	2319774	
Registration Number:	2402592	PRINCE BISTRO
Registration Number:	2418363	TAKING PASTA FURTHER
Registration Number:	2418444	
Registration Number:	2432290	AMERICAN BEAUTY
Registration Number:	2493180	
Registration Number:	2507912	PRINCE
Registration Number:	2510938	NEW WORLD PASTA
Registration Number:	2546895	AMERICAN BEAUTY LA BELLA ROSA
Registration Number:	2553826	CREAMETTE KID'S CLUB
Registration Number:	2553914	CREAMETTE KID'S CLUB
Registration Number:	2563146	AMERICAN BEAUTY FETTUCCINE FLORENTINE
Registration Number:	2637701	HOMEMADE FAST
Registration Number:	2705671	SAN GIORGIO
Registration Number:	2722051	CREAMETTE HEALTHY HARVEST

Registration Number:	2722075	PRINCE HEALTHY HARVEST
Registration Number:	2749841	SAN GIORGIO HEALTHY HARVEST
Registration Number:	2752319	AMERICAN BEAUTY HEALTHY HARVEST
Registration Number:	2805176	THE CLEAR WAY TO BETTER PASTA
Registration Number:	2819927	LE DELIZIE D'ITALIA
Registration Number:	2840279	HEALTHY HARVEST
Registration Number:	2850870	RONZONI TRADIZIONE D'ITALIA
Registration Number:	2946784	RONZONI HEALTHY HARVEST
Registration Number:	198425	CREAMETTE
Registration Number:	867640	CHOO CHOO-WHEELS
Registration Number:	1062383	PISCITELLO'S

CORRESPONDENCE DATA

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Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
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Address Line 1: 515 S. Flower Street, 25th Floor
Address Line 4: Los Angeles, CALIFORNIA 90071

ATTORNEY DOCKET NUMBER:	56653.00034
NAME OF SUBMITTER:	Claudia R Immerzeel
Signature:	/Claudia R Immerzeel/
Date:	12/15/2005

Total Attachments: 9
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TRADEMARK SECURITY AGREEMENT TERMINATION AND RELEASE

THIS TRADEMARK SECURITY AGREEMENT TERMINATION AND RELEASE (this "Release") is made as of December 7, 2005 ("Effective Date") by THE BANK OF NEW YORK, in its capacity as Administrative Agent for the Lenders (as defined below) ("Grantee") in favor of NEW WORLD PASTA COMPANY, a Delaware corporation ("Grantor").

WHEREAS, Grantor and Grantee are parties to that certain Credit Agreement dated as of January 28, 1999 (as amended, restated, supplemented or otherwise modified from time to time prior to the date hereof, the "Credit Agreement") by and among Grantor, the various financial institutions party thereto as lenders (the "Lenders"), the various financial institutions party thereto as co-agents (collectively, the "Co-Agents") for the Lenders, Morgan Stanley Senior Funding, Inc., as syndication agent (the "Syndication Agent") and The Bank of Nova Scotia (as predecessor in interest to Grantee), as Administrative Agent for the Lenders;

WHEREAS, pursuant to the terms and conditions of the Credit Agreement, Grantor and Grantee are parties to that certain Trademark Security Agreement dated as of January 28, 1999 (as amended, restated, supplemented or otherwise modified from time to time prior to the date hereof, the "Trademark Security Agreement") between Grantor and The Bank of Nova Scotia (as predecessor in interest to Grantee), whereby Grantor assigned, transferred and conveyed to Grantee, and granted to Grantee, a security interest and mortgage in all of Grantor's right, title and interest in and to the trademark registrations and applications listed in Schedule A hereto (collectively, the "Trademark Collateral");

WHEREAS, The Bank of Nova Scotia resigned as administrative agent for the Lenders under the Credit Agreement and the Trademark Security Agreement and Grantee was appointed as the Administrative Agent for the Lenders under the Credit Agreement and the Trademark Security Agreement;

WHEREAS, the Trademark Security Agreement was originally recorded with the United States Patent and Trademark Office on January 28, 1999 at Reel 1801, Frame 0257 and amended and restated throughout the years, which was subsequently recorded on August 16, 2001 at Reel 2360, Frame 0395, on December 2, 2002 at Reel 2623, Frame 0111, on May 7, 2004 at Reel 2844, Frame 0464 and Reel 2844, Frame 3555 and the assignment of the Trademark Security Agreement to Grantee was recorded with the United States Patent and Trademark Office on September 13, 2004 at Reel 2934, Frame 0830, Reel 2934, Frame 0948, Reel 2934, Frame 795 and Reel 2934, Frame 0860; and

WHEREAS, Grantee desires to terminate the Trademark Security Agreement and release its security interest in the Trademark Collateral.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantee hereby covenants and agrees as follows:

1. The Trademark Security Agreement and Grantee's security interest in the Trademark Collateral (including, without limitation, the trademark registrations listed in Schedule A hereto) is hereby terminated and released.

2. Grantee hereby assigns, transfers and conveys to Grantor, all of Grantee's right, title and interest, now owned or hereafter acquired, that it may have whether by assignment or otherwise, in and to any mortgage and continuing security interest and collateral assignment in the Trademark Collateral, including, without limitation, the entire right, title and interest in and to the trademark applications and trademark registrations listed in Schedule A hereto, including without limitation, all renewals thereof, all proceeds of infringement suits, the right to sue for past, present and future infringements, and all rights corresponding thereto throughout the world and the goodwill related thereto.

3. Grantee represents and warrants that it has the full power and authority to execute this Release and to release its security interest in the Trademark Collateral.

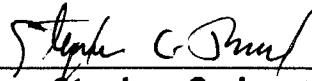
4. Grantee represents and warrants that it has not assigned or otherwise encumbered its security interest in the Trademark Collateral.

5. Grantee hereby agrees to execute, acknowledge and deliver all such further instruments and to take all such further action as may be reasonably requested or are required in order to more fully and effectively carry out the purposes of this Release.

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IN WITNESS WHEREOF, Grantee has caused this Release to be executed by its duly authorized representative as of the Effective Date.

THE BANK OF NEW YORK

By: 
Name: **Stephen C. Jerard**
Title: **Vice President**

SCHEDULE A

**U.S. TRADEMARK REGISTRATIONS
Owned by New World Pasta Company**

Trademark	Application No. / Registration No.	Filing Date / Registration Date
RED CROSS	50396	03/13/1906
LA GRISETTE (stylized)	72945	03/02/1909
CREAMETTE	90907	04/01/1913
SAN GIORGIO (& design)	128415	01/06/1920
PRINCE	137680	11/30/1920
POT-PIE	177999	01/01/1924
CREAMETTE	198245	05/12/1925
ELBO-RONI (stylized)	212208	04/27/1926
CREAMETTE (stylized)	233754	10/11/1927
CAVALIERE	420192	04/02/1946
CREAMETTE	507026	02/22/1949
(Design)	509667	05/10/1949
CREAMETTE (stylized)	510104	05/24/1949
CREAM OF EGG	511846	07/05/1989
RONZONI (stylized)	518709	12/13/1949
"FLUFFY DUMPLETS" (stylized)	524570	04/25/1950
GOODMAN'S	536579	01/16/1951
DELMONICO	541258	04/24/1951
SALAD-RONI	551327	11/27/1951

Trademark	Application No. / Registration No.	Filing Date / Registration Date
SHEL-RONI	551328	11/27/1951
HOLSUM	571383	03/03/1953
CREAMETTE (stylized)	576129	06/16/1953
KLUS-KY	603456	03/15/1955
SAN GIORGIO	607385	06/14/1955
MRS. WEISS' (stylized)	609228	07/19/1955
SLENDERONI	624605	04/03/1956
MRS. WEISS' (stylized)	646880	06/11/1957
RIPPLETS	653871	10/29/1997
GIOIA (stylized)	661447	05/06/1958
SKINNER	670993	12/09/1958
PERFECTION (stylized)	682275	07/21/1959
PRINCE (& design)	691367	06/12/1960
RONI-MAC	695771	04/05/1960
CURLY-RONI	701457	07/19/1960
KRINKLY (stylized)	769247	05/05/1964
PRINCE (& design)	778273	10/06/1964
ITALIANO (stylized)	784189	01/26/1965
D (stylized)	810854	07/05/1966
CREAMETTES	811448	07/19/1966
GIOIA (stylized)	815540	09/20/1966
A-B-C-ETTES	817475	10/25/1966
CAVALIERE	818393	11/03/1966

Trademark	Application No. / Registration No.	Filing Date / Registration Date
CREAMETTE	821223	12/27/1986
CREAMETTES	821224	12/27/1966
RONZONI SONO BUONI-RONZONI IS SO GOOD	821366	12/27/1966
KET-L-KUT	825007	02/28/1967
ITALIANO (stylized)	843884	02/06/1988
SAN GIORGIO	844678	02/20/1968
(Design)	844679	02/20/1968
CREAM-A-RONI (stylized)	847955	04/23/1988
CHOO CHOO WHEELS	867641	04/01/1969
ITALIAN PANTRY	872289	07/01/1969
TORRONCINI	874797	08/12/1969
DELMONICO (stylized)	877486	09/23/1969
PASTA MIA (stylized)	878802	10/14/1969
(Design)	884727	01/20/1970
(Design)	915314	06/15/1971
CREAMETTES (stylized)	915957	07/06/1971
IPPOLITO'S	938182	07/18/1972
SAN GIORGIO SOUPETTES (stylized)	968772	09/18/1973
WEDNESDAY IS PRINCE SPAGHETTI DAY	970866	10/16/1973
SUNDAY IS PRINCE LASAGNA DAY	998809	11/19/1974
(Design)	1000797	12/31/1974
LIGHT 'N FLUFFY	1109562	12/19/1978

Trademark	Application No. / Registration No.	Filing Date / Registration Date
MERLINO'S	1109794	12/19/1978
LA TERMINESE	1110639	01/02/1979
RONZONI (stylized)	1201326	07/13/1982
CREAMETTE	1232094	03/22/1983
P&R	1239609	03/01/1983
(Design)	1248557	08/16/1983
CREAMETTE	1248562	08/16/1983
P&R PROCINO-ROSSI (& design)	1257063	11/08/1983
PERFECTION AMERICAN BEAUTY BRAND ALL THAT ITS NAME IMPLIES (stylized)	1281774	06/12/1984
SKINNER'S (stylized)	1313673	01/08/1985
GIOIA GARDEN SPIRALS (stylized)	1390136	04/15/1986
GARDEN SPIRALS (stylized)	1391026	04/22/1986
MERLINO'S	1403340	07/29/1986
GARDEN WHEELS (stylized)	1412539	10/07/1986
GARDEN SHELLS	1412540	10/07/1986
(Design)	1456710	09/08/1987
COUNTRY KITCHEN	1467570	12/01/1987
AMERICAN BEAUTY (& design)	1474360	01/26/1988
SONO BUONI CLUB	1499534	08/09/1988
LA PALOMA	1510313	10/25/1988
TRIO ITALIANO	1516570	12/13/1988
AMERICAN BEAUTY (stylized)	1518157	12/27/1988

Trademark	Application No. / Registration No.	Filing Date / Registration Date
SKINNER	1521166	01/17/1989
CLASSIC CORNER	1533072	04/04/1989
RONZONI SONO BUONI	1538349	05/09/1989
PERFECTION (& design)	1540729	05/23/1989
SAN GIORGIO FETTUCCINI FLORENTINE (& design)	1547584	07/11/1989
AMERICAN BEAUTY	1642927	04/30/1991
NEW MILL	1708489	08/18/1992
THE PASTA EXPERTS	1870717	12/27/1994
ECONOMY PAK (stylized)	1875426	01/24/1995
AMERICAN BEAUTY (stylized)	1905784	07/18/1995
AMERICAN BEAUTY (& design)	1911635	08/15/1995
(Design)	1986632	07/16/1996
RONZONI	2004806	10/01/1996
RONZONI	2022974	12/17/1996
EVERY DAY'S A PRINCE PASTA DAY!	2026782	01/31/1996
PERFECTION (& design)	2064886	05/27/1997
SOUPS 'N' SIDES	2284266	10/05/1999
(Design)	2319774	02/15/2000
PRINCE BISTRO	2402592	11/07/2000
TAKING PASTA FURTHER	2418363	01/02/2001
(Design)	2418444	02/02/2001
AMERICAN BEAUTY	2432290	12/14/1999

Trademark	Application No. / Registration No.	Filing Date / Registration Date
(Design)	2493180	09/25/2001
PRINCE (& design)	2507912	11/13/2001
NEW WORLD PASTA	2510938	11/20/2001
AMERICAN BEAUTY LA BELLA ROSA	2546895	03/12/2002
CREAMETTE KID'S CLUB	2553826	03/26/2002
CREAMETTE KID'S CLUB (stylized)	2553914	03/26/2002
AMERICAN BEAUTY FETTUCCINE FLORENTINE (& design)	2563146	04/23/2002
HOMEMADE FAST	2637701	10/15/2002
SAN GIORGIO	2705671	04/15/2003
CREAMETTE HEALTHY HARVEST	2722051	06/03/2003
PRINCE HEALTHY HARVEST	2722075	06/03/2003
SAN GIORGIO HEALTHY HARVEST	2749841	08/12/2003
AMERICAN BEAUTY HEALTHY HARVEST	2752319	08/19/2003
THE CLEAR WAY TO BETTER PASTA	2805176	01/13/2004
LE DELIZIE D'ITALIA	2819927	03/02/2004
HEALTHY HARVEST	2840279	05/11/2004
RONZONI TRADIZIONE D'ITALIA (& design)	2850870	06/08/2004
RONZONI HEALTHY HARVEST	2946784	05/03/2005
CREAMETTE	198425	05/19/1925
CHOO CHOO WHEELS	867640	04/01/1969
PISCITELLO'S	1062383	03/29/1977