

RECORDATION FORM

07-10-1998



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481-40
482-100

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof:

<p>1. Name of conveying party(ies):</p> <p>Westbrae Natural Foods, Inc. 50 Charles Lindberg Boulevard Uniondale, New York 11553</p> <p><i>MRP 7-10-98</i></p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> General Partnership <input checked="" type="checkbox"/> Corporation – State <input type="checkbox"/> Association <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p>IBJ Schroder Bank & Trust Company, as Agent One State Street New York, New York 10004</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other: _____</p> <p>Execution Date:</p> <p>July 1, 1998</p>	<p style="text-align: center;">RECEIVED 98 JUL 10 AM 10:29 ASSIGNMENT DIV.</p>

Certificate of Mailing - 37 CFR 1.8(a)

I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to: Assistant Commissioner for Patents, Washington, D.C. 20231, on the date below.

Date

07/10/1998 SSNITH 00000072 75200601

01 FC:481
02 FC:482

40.00 OP
100.00 OP

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

A. Trademark Application No.(s)
see attached schedule

B. Registration No.(s)
see attached schedule

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

Donna M. Hart, Esq.
Nixon, Hargrave, Devans & Doyle LLP
437 Madison Avenue
New York, New York 10022

6. Total number of applications and registrations
Involved: 5

7. Total fee (37 CFR 3.41) \$140.00

☐ Previously paid (see original transmittal)

☒ A check in the amount of \$140.00 is
enclosed.

8. Deposit Account Number: 14-1138

☐ Charge total fee to account.

☒ Charge any additional fees to account.

☐ A duplicate copy of this cover sheet
is enclosed.

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.

By: Donna M. Hart, Esq.
Name of Person Signing

Donna M. Hart
Signature

July 1, 1997
Date

[Total number of pages including cover sheet, attachments and document: 5]

SCHEDULE TO MEMORANDUM
TRADEMARK APPLICATIONS AND REGISTRATIONS
OF WESTBRAE NATURAL FOODS, INC.

A. APPLICATIONS

<u>MARK</u>	<u>SERIAL NUMBER</u>	<u>FILING DATE</u>
PYRAMID	75/208,601	12/05/96
SOUPS OF THE WORLD	75/252,753	03/06/97
VIGORAID	75/330,118	07/24/97

B. REGISTRATIONS

<u>MARK</u>	<u>REG. NUMBER</u>	<u>REG. DATE</u>
RIGHT FROM THE FIELD	2,142,101	03/10/98
SWEET INTERLUDES	2,104,266	10/07/97

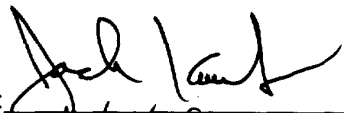
MEMORANDUM OF SECURITY AGREEMENT - TRADEMARKS

Pursuant to a Security Agreement, dated as of July 1, 1998 (the "Security Agreement"), made by the undersigned, located at 50 Charles Lindbergh Blvd., Uniondale, New York 11553, the undersigned has granted to IBJ Schroder Bank & Trust Company, located at One State Street, New York, New York, 10004, as agent (the "Agent") a continuing security interest in, and a continuing lien upon, among other Collateral (as defined in the Security Agreement), (a) all trademarks, trade names, corporate names, company names, business names, fictitious business names, trade styles, service marks, logos and other source or business identifiers, and the goodwill associated therewith, now existing or hereafter adopted or acquired, all registrations and recordings thereof, and all applications in connection therewith, whether in the United States Patent and Trademark Office or in any similar office or agency or the United States, any State thereof or any other country or any political subdivision thereof, or otherwise, including, without limitation, all trademarks listed in the Schedule annexed hereto (the "Trademarks") and (b) all renewals and proceeds (including accounts receivable and royalties) thereof.

The Agent's security interest in the Trademarks can only be terminated in accordance with the terms of the Security Agreement.

Dated: July 1, 1998

WESTBRAE NATURAL FOODS, INC.

By: 
Name: Jack Kaufman
Title: Assistant Secretary

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By: Donna M. Hart, Esq.

Name of Person Signing

Signature

July 1, 1997

Date

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