

08-06-1998

FD-362 (Rev. 1-31-82)

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Tab settings => => =>

To the Honorable Commissioner of Patents and Trademarks, Patent and Trademark Office, original documents or copy thereof.

100786278

1. Name of conveying party(ies):

BORDER FOODS, INC.
J Street
Deming Industrial Park
Deming, New Mexico 88030

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State: Texas
☐ Other _____

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

3. Nature of conveyance:

- ☐ Assignment ☐ Merger
☒ Security Agreement ☐ Change of Name
☐ Other _____

Execution Date: July 31, 1998

2. Name and address of receiving party(ies):

Name: LASALLE BUSINESS CREDIT, INC., AS AGENT

Internal Address: _____

Street Address: 135 South LaSalle Street

City: Chicago State: Illinois ZIP: 60603

☐ Individual(s) citizenship _____☐ Association _____☐ General Partnership _____☐ Limited Partnership _____☒ Corporation-State: Delaware☐ Other _____If assignee is not domiciled in the United States, a domestic representative designation is attached: ☐ Yes ☐ No

(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached? ☐ Yes ☒ No

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

SEE ATTACHED SCHEDULE A

Additional numbers attached? ☒ Yes ☐ No

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

Name: Federal Research Corp.

Internal Address: Suite 101

Street Address: 400 Seventh St NW

City: Washington State: DC ZIP: 20004

6. Total number of applications and registrations involved: _____

2

7. Total fee (37 CFR 3.41): \$ 65⁰²

- ☐ 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

08/07/1998 JSHABAZZ 00000045 1541724

08/07/1998 40.00 DP
 08/07/1998 25.00 DP

Signature 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

Richard ROEL

Name of Person Signing

Richard Roel

Signature

8/3/98

Date

Total number of pages including cover sheet, attachments and document: 4

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

TRADEMARK

REEL: 1765 FRAME: 0579

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated July 31, 1998 by and between Border Foods, Inc. and LaSalle Business Credit, Inc., as Agent.

<u>Reg. No. or Application No.</u>	<u>Reg. or Mark</u>	<u>Country</u>	<u>Filing Date</u>
1541724	Dos Amigos	U.S.A.	5/30/89
1225198	Dos Amigos	U.S.A.	1/25/83

TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, Border Foods, Inc., a corporation formed under the laws of Texas, located at J Street, Deming Industrial Park, Deming, New Mexico 88030 ("Borrower"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Borrower is obligated to Agent and Lenders (terms hereinafter defined) pursuant to (i) a certain Second Amended and Restated Loan and Security Agreement, dated the date hereof, among Borrower and LaSalle Business Credit, Inc. ("LaSalle"), FINOVA Capital Corporation ("FINOVA"), the various other financial institutions which hereafter become a party thereto (LaSalle, FINOVA and such other financial institutions, collectively, the "Lenders") and LaSalle, as agent for Lenders (LaSalle in such capacity, "Agent") and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof, made by Borrower in favor of Agent for the ratable benefit of Agent and Lenders (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, Borrower is granting to Agent and Lenders a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Borrower does hereby assign unto Agent and grant to Agent for the ratable benefit of Agent and Lenders a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

Borrower expressly acknowledges and affirms that the rights and remedies of Agent with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: New York, New York

July 31, 1998

Witness:

[Signature]

BORDER FOODS, INC.

By: [Signature]
Name: CALVIN BELDER
Its: Vice President

LASALLE BUSINESS CREDIT, INC.,
as Agent

Witness:

[Signature]

By: [Signature]
Name: Joseph Costanza
Its: Senior Vice President

STATE OF NEW YORK)

: ss.:

COUNTY OF NEW YORK)

On this 31st day of July, 1998, before me personally came Calvin Deider, to me known, who, being by me duly sworn, did depose and say that he is the J.P. of Border Foods, Inc., the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by order of the board of directors of said corporation.

Richard Roel
Notary Public

RICHARD ROEL
NOTARY PUBLIC, State of New York
No. 01R05026268
Qualified in Queens County
Commission Expires April 18, 2000

STATE OF NEW YORK)

: ss.:

COUNTY OF NEW YORK)

On this 31st day of July, 1998, before me personally came Joseph Costanza, to me known, who, being by me duly sworn, did depose and say that he is the S.V.P. of LaSalle Business Credit, Inc., the corporation described in and which executed the foregoing instrument; and that he was authorized to sign his name thereto on behalf of said corporation.

Richard Roel
Notary Public

RICHARD ROEL
NOTARY PUBLIC, State of New York
No. 01R05026268
Qualified in Queens County
Commission Expires April 18, 2000