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	To the Honorable Commissioner of Patents and Trademarks:	Please record the atte	ched original	documents or copy thereol.
	Name of conveying party(les):	i ·		seiving purly(ies)
,	First Union National Bank, as successor to Signet Bank	Name: Fix		, Coffee and Ten Company
44 AK CI CI	Individual(s) General Partnership Corporation-State Other nutional banking association Rional name(s) of correging party(los) attached? CI Yes D No	City: Norf	s) cilizenshi	N. 22nd Avenue State. VA ZIP: 23517 P.
	Nature of conveyance: O Assignment O Socurity Agrooment O Change of Name Of Other Trademark Re-Assignment and Release socution Date: December 1, 1998	Limited Pa Corporation Other If ambous is not dominated:	Irinoral rip on-State clad in the Unite a separate docu	d States, a demandia representive designator. O Yes D No
4.	Application number(s) or patent number(s):	,	-,	
	A. Trademark Application No.(5) Additional numbers of	B. Tradema See G	-	Exh bit A
5.	Name and address of party to whom correspondence concerning document should be mailed:	6. Total numbe registrations		ions and
	Name: Shuron Miller Internal Address: Return To 5 8 5 7 % MC. National Corporate Research, LTD.	7. Total lee (37		rged to deposit account
5 /1 9 04	s 225 W. 34th St., Suite 910 New York, N.Y. 10122 - (800) 221-0102 (212) 947-7200 c. 036	B. Deposit acco		: paga (i haying by deposit eccount)
2/1998		SE THIS SPACE	opy or his	halle it hadrill of debugg german!
C:481 C:482 9.	Statement and signature. To the best of my knowledge and belief, the foregoing informe original document. Robert W. Agler Nome of Person Signing	Signatura		12/15/98 Date
L	Total number of pages including	Done speet egochwou	is, and docum	ant:

Mail documents to be recorded with required cover sheet information to:

Commissioner of Palanta & Trademarks, Box Assignments Washington, D.C. 20231

EXHIBIT A

TRADEMARKS REGISTERED IN THE USA-UNLESS OTHERWISE INDICATED

Mark	Registration Number	Date
GILLS (typed)	1,487,022	5/3/88
GILL'S COFFEE GOLDEN	701,062	7/12/60
BLEND & design		Renewed 7/12/80
G GILLS HOTEL SPECIAL	836,378	10/3/67
& design		Renewed 10/3/87
GOLDEN BLEND (typed)	920,812	9/21/71
		Renewed 6/20/91
GILL'S INSTANT GOLDEN	735,494	7/31/62
BLEND COFFEE & design		Renewed 7/31/82
HOTEL SPECIAL (typed)	1,074,689	10/4/77
QUEEN'S BLEND & design	651,528	9/10/57
AMERICAN GOURMET	1,535,986	4/18/89
' (typed)		
CAFÉ NOISETTE (typed)	1,537,843	5/2/89
CAFÉ SOMBRERO (typed)	1,522,811	1/31/89
COFFEES OF THE OLD	1,874,793	1/17/95
WEST (typed)		
COFFEES SO RARE THEY	1,399,739	7/1/86
GROW NOWHERE ON		
EARTH (typed)		
FIRST COLONY (typed)	1,192,242	3/16/82
FIRST COLONY (typed)	Canadian Reg. No. 270,038	12/12/94
FIRST COLONY & design	1,317,190	1/29/85
FIRST COLONY DARK	1,681,344	3/31/9:2
(typed)		
FIRST COLONY GOURMET	959,503	5/22/73
COFFEE (letter design)		Renewed 2/10/93
FIRST COLONY ORGANIC	1,826,517	3/15/94
& design		
GENUINE PORT ROYAL	1,253,418	10/4/83
JAMICAN (typed)		
POT LUCK (typed)	1,679,047	3/10/92
SUSAN'S REALLY	1,245,535	7/12/83
RASPBERRY TEA (typed)		
SUSAN'S STRAWBERRY	1,245,928	7/19/83
PATCH TEA (typed)		
SUSAN'S TEA & design	1,128,727	1/1/80

SUSAN'S TEA	Canadian Reg. No. 268,740	
THE TWELVE COFFEES OF	1,722,256	10/6/92
CHRISTMAS & design		·
WATER ST. (typed)	1,294,758	9/11/84
FIRST COLONY COFFEE	1,990,192	7/30/96
HOUSE & design		
FIRST COLONY COFFEE	1,890,643	4/18/95
HOUSE (typed)		
FIRST COLONY COFFEE	1,933,520	11/7/95
HOUSE & design		
FIRST COLONY COFFEE	1,892,765	5/2/95
HOUSE & design		
MARINERS WAY COFFEES	1,895,649	5/23/95
(typed)		
NORTHWEST COFFEE	1,912,695	8/15/95
ROASTERS (typed)		
WORLD TOUR OF	1,894,675	5/16/95
COFFEES (typed)		,
CHRISTMAS CAROUSEL	2,022,992	12/17/96
CHRISTMAS CHEER	1,933,520	5/21/96

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COFFEES (typed)		
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CHRISTMAS CHEER	1,933,520	5/21/96

TRADEMARK RE-ASSIGNMENT AND RELEASE OF SECURITY INTEREST

WHEREAS, First Colony Coffee and Tea Company, a Delaware corporation (the "Grantor") executed and delivered to Signet Bank (the "Lender") a certain Trademark Assignment dated as of October 16, 1996 (the "Assignment"); and
WHEREAS, the Assignment was recorded in the United States Patent and Trademark Office on 10/29, 1996 at Reel 1520 Frame 0472 and covered the registered U.S trademarks set forth on Exhibit A attached hereto (the "Trademarks"); and
WHEREAS, the undersigned, First Union National Bank ("First Union"), is the successor in interest to the Lender under the Assignment; and
WHEREAS, the Assignment provided for a collateral security interest in the Trademarks for certain loans made by First Union to the Grantor, and all of such loans have been fully paid and satisfied.
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, First Union hereby (i) terminates its security interest in all of the Trademarks, (ii) reassigns, sells, transfers and conveys to the Grantor, all of First Union's right, title and interest in and to each of the Trademarks, together with all goodwill of the Grantor's business symbolized thereby, and (ii) cancels and terminates the Assignment.
IN WITNESS WHEREOF, First Union has executed and delivered this Trademark Re-Assignment and Release of Security Interest as of this day of December, 1998.
FIRST UNION NATIONAL BANK
By: Vicki Strusinger Title: Vice President
STATE OF NORTH CAROLINA
COUNTY OF MECKLENBERG)
This instrument was acknowledged before me, a notary public in and for said County and State, on December _/, 1998, by Vickie Stausberges a like President of First Union National Bank, on behalf of such bank.
Motary Public My commission symbol 8/201

RECORDED: 12/22/1998