

08-27-1999



101128787

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New

Resubmission (Non-Recordation)
Document ID #

Correction of PTO Error
Reel # Frame #

Corrective Document
Reel # Frame #

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger Change of Name

Other

Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

08/27/1999 MTHAI1 00000021 75467432

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 325.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK
REEL: 001949 FRAME: 0424

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="75467432"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="2260661"/>	<input type="text" value="2262556"/>	<input type="text" value="2262555"/>
<input type="text" value="1213405"/>	<input type="text" value="895172"/>	<input type="text" value="1800220"/>
<input type="text" value="2117774"/>	<input type="text" value="1914253"/>	<input type="text" value="1243039"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Rita M.K. Purut

Name of Person Signing

Signature

August 18 1999

Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

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Corporation Association

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Trademark Application Number(s)

Registration Number(s)

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of August 10, 1999 (the "Security Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and First Union National Bank, as Agent (the "Agent") for the financial institutions referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Agent for the ratable benefit of the Lenders:

TRADEMARKS

<u>Trademark No.</u>	Description of Trademark <u>Item</u>	Date of <u>Trademark</u>
	See attached Schedule A	

TRADEMARK
APPLICATIONS

<u>Trademark Application No.</u>	Description of Trademark <u>Applied For</u>	Date of Trademark <u>Application</u>
	See attached Schedule A	

The Obligors and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

LYKES PASCO, INC.

By: Harry G. Leonardi
Name: Harry G Leonardi
Title: VP & CFO

Acknowledged and Accepted:

FIRST UNION NATIONAL BANK,
as Agent

By: Doug Bosthe
Name: Doug Bosthe
Title: Vice President

AS TO LYKES PASCO, INC.

Sworn to and subscribed before me
this 10 day of August, 1999.

Betty A. Rebers
Notary Public

My Commission Expires: _____
My Commission Expires April 28, 2003

AS TO FIRST UNION NATIONAL BANK,
as Agent

Sworn to and subscribed before me
this 10 day of August, 1999.

Betty A. Robinson
Notary Public

My Commission Expires: My Commission Expires April 28, 2003

Schedule A

Lykes Pasco, Inc.

Trademark	Filing Date	Serial Number	Reg. Date	Reg. No.	Status	Class
Belle Harbour	2/5/98	75/429,598	7/13/99	2260661	Registered	30, 31, 35
Belle Harbour Gift Fruit Company	2/5/98	75/429,599	7/20/99	2262556	Registered	30, 31, 35
Belle Harbour Gift Fruit Company & Design	2/5/98	75/429,597	7/20/99	2262555	Registered	30, 31, 35
Florida Gold	4/6/81	304458	10/19/82	1213405	Registered	32
Florida Gold	9/5/69	72/337182	7/21/70	895172	Registered	29, 32
Hamiltonian	6/21/91	74/178,394	10/19/93	1800220	Registered	31
Island Passion	10/25/96	75/187,349	12/2/97	2117774	Registered	31
Island Passion	4/17/98	75/467,432	N/A	N/A	Pending	32
Island Passion	3/1/93	74/362,899	8/22/95	1914253	Registered	32
Juice Time	2/2/82	348334	6/21/83	1243039	Registered	32
Old South	12/8/55	71/699,656	2/5/57	641108	Registered	29
Old South & Design	10/28/91	74/215,988	11/24/92	1735119	Registered	31
Old South & Design	9/22/81	329210	3/15/83	1231284	Registered	32
Old South & Design	4/16/79	211893	11/10/81	1177536	Registered	32