

10-04-1999

TRADEMARKS ONLY

9-27-99



101160725

its and T

ached original documents or copy thereof

1. Name of conveying party(ies):

09-27-1999

ss of receiving party(ies):

Berjaya Group (Cayman) Ltd.

U.S. Patent & TMOfo/TM Mail Ropt Dt. #31

Name: **NF Roasters Corporation**

Internal Address:

Street Address: **1400 Old Country Road** 11590-

City: **Westbury** State: **NY** ZIP **5131**

- Individual(s)
- General Partnership
- Corporation-State **Cayman Islands**
- Other

Additional names(s) of conveying party(ies) Yes No

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State **Delaware**
- Other

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other **Release of Security Interest in Trademarks**

Execution Date: **July 26, 1999**

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See Attached Schedule A

1838205

Additional numbers Yes No

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

Name: **Keith W. Medansky**

Internal Address: **Rudnick & Wolfe**

Intellectual Property Department

Street Address: **P.O. Box 64807**

City: **Chicago** State: **IL** ZIP: **60664-0807**

6. Total number of applications and registrations involved: 9

7. Total fee (37 CFR 3.41): \$ **240.00**

- Enclosed
- Additional fees may be charged to Authorized to be charged to deposit account

8. Deposit account number:

18-2284

DO NOT USE THIS SPACE

10/01/1999 MTHAI1 00000323 1838205

01 FC:481 40.00 OP
03 FS:482 200.00 OP

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.

Keith W. Medansky

Name of Person Signing

Keith W. Medansky
Signature

9-21-99

Date

13

Total number of pages including cover sheet, attachments, and

SCHEDULE A

MARK	REG. NO.
KENNY ROGERS ROASTERS AND DESIGN	1,838,205
DOWN RIGHT KICKIN BBQ CHICKEN	2,068,494
IT'S THE WOOD THAT MAKES IT GOOD	1,722,807
EVERYONE ELSE IS JUST PLAIN CHICKEN	1,998,757
KENNY ROGERS ROASTERS WOOD FIRE ROASTED CHICKEN	1,870,199
THERE'S GOODNESS HERE	1,976,742
WHEN YOU CHOOSE KENNY ROGERS ROASTERS, YOUR HEART IN IS THE RIGHT PLACE	1,947,632
YOU'RE GONNA LOVE THIS FOOD	1,943,263
YOUR HEART IS IN THE RIGHT PLACE	1,947,633

RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS is made this 26th day of JULY 1999 by BERJAYA GROUP (CAYMAN) LTD., a Cayman Islands corporation with office located at: (a) 6600 North Andrews Avenue, Suite 160, Fort Lauderdale, Florida 33309; and (b) Level 17, Menara Shahzan Insas, 30 Jalan Sultan Ismail, 50250 Kuala Lumpur, Malaysia ("**Berjaya**").

WHEREAS, to secure certain loans and other obligations due to Berjaya from Roasters, Ltd., KRR Kiosk Foods, Inc., Roasters Corporation ("**RC**"), and/or Roasters Franchise Corporation ("**RFC**"), Berjaya was granted a security interest in and to certain of the debtors' assets, including but not limited to the debtors' trademarks and service marks (the "**Trademarks**"), pursuant to a security agreement dated on or about August 22, 1997 (the "**Security Agreement**");

WHEREAS, on or about March 24, 1998, RC filed a voluntary petition with the U.S. Bankruptcy Court for the Middle District of North Carolina (the "**Bankruptcy Court**"), seeking relief under Chapter 11 of the U.S. Bankruptcy Code (Case No. 98-80704-C-11D); and on or about May 8, 1998, Roasters Franchise Corp. ("**RFC**") filed a voluntary petition with the Bankruptcy Court, also seeking relief under Chapter 11 of the U.S. Bankruptcy Code (Case No. 98-81049-C-11D (collectively, these two cases are referred to as the "**Bankruptcy Proceedings**");

WHEREAS, on March 4, 1999, the Bankruptcy Court entered a confirmation order (the "**Order**") confirming a plan of reorganization for RC and RFC (the "**Plan**");

WHEREAS, among other things, the Bankruptcy Court ordered that all of the intellectual property owned by RC and RFC (the "**Intellectual Property**") be transferred to NF Roasters Corporation ("**NF Roasters**") on April 1, 1999;

WHEREAS, in ¶ 24 of the Order, the Bankruptcy Court ordered that as of April 1, 1999, the Intellectual Property be "transferred to NF Roasters, free and clear of all claims, interests, liens (including but not limited to any lien held by Roasters Asian Pacific (Cayman) Limited and Berjaya Group (Cayman) Ltd.), charges, rights of setoff, encumbrances, and any and all other interests whosoever arising prior to [April 1, 1999]";

WHEREAS, in ¶ 30.0 of the Order, the Bankruptcy Court retained jurisdiction "[t]o require Berjaya and RAP to provide NF Roasters a written release (in a form reasonably


acceptable to NF Roasters' counsel and counsel for Berjaya and RAP) of any liens that Berjaya and/or RAP may have against the intellectual property assets assigned to NF Roasters under this Order"; and

WHEREAS, Berjaya and RAP, in order to comply with their obligations under the the Order, has agreed to execute this document to release its liens on the Trademarks pursuant to the Security Agreement and any other agreement.

NOW THEREFORE, for good and valuable consideration, the sufficiency and receipt of which are hereby acknowledged, Berjaya hereby releases and terminates all right, title and interest in and to the Trademarks, including but not limited to those identified in Exhibit A.

IN WITNESS WHEREOF, Berjaya has caused this Release of Security Interest in Trademarks to be duly executed by its duly authorized officer as of the day and year first above written.

Berjaya Group (Cayman) Ltd.

By: 

Name: CHAN KIEN SING

Its: Director

Dated: 26th July 1999

Exhibit A
to
Release of Security Interest in Trademarks

Dated July 26, 1999

TRADEMARKS

See attached:

Release of Security Interest in Trademarks
DC-471091.2 (July 22, 1999) A-1

Page 1

UNITED STATES TRADEMARKS

(registered and under application)

<u>TRADEMARK</u>	<u>STATUS</u>	<u>RENEWAL DATE</u>
Kenny Rogers Roasters & Design	Reg # 1,833,205 5/31/94	5/31/2004 5/31/2000
Down Right Kickin BBQ Chicken	Serial # 74/722,978	
It's the Wood that Makes It Good	Reg. #1,722,807 10/6/92	10/6/2002 10/06/98
Everyone Else is Just Plain Chicken	Reg # 1,993,757	9/3/2006 9/3/2002
Kenny Rogers Roasters Wood Fire Roasted Chicken	Reg. #1,870,199 - 12-27-94	12/27/2004 12/27/2000
Here's Goodness Here	Reg # 1,947,742 5/28/96	
When you choose Kenny Rogers Roasters, your heart is in the right place	Reg # 1,947,632 1/9/96	
We're Gonna Love this Food	Reg # 1,943,263 12/19/95	
Our Heart is in the Right Place	Reg # 1,947,633 1/9/96	
Justie	Serial # 75/137/725 Filed: July 22, 1996 Presently filing notice of first use	

24

EXHIBIT 2

REB

FOREIGN TRADEMARKS
(In General; see also trademarks for Middle East attached.)

<u>COUNTRY</u>	<u>REFERENCE #</u>	<u>APPL#</u>	<u>FILING DATE</u>
Algeria	TMF-2325	940123	Registered 2/6/94-Renew 02/06/04
Argentina	TMF-2301		Signed PofA 3/28/94
Armenia	TMF-2296		Signed PofA
Aruba	TMF-2797	17292	Registered 4/11/95-Renew 3/15/05
Austria	TMF-2291	152 326	Registration expires April 30, 2004
Australia	TMF-2193	B593713	Registered January 6, 1995. Renew 1.20/2000
Azerbaijan	TMF-2297	94.0658.5	App. filed 8-1-94
Bahamas	TMF-2246	16612	Registered July 20, 1994. Expires 7/20/08
Bahrain	TMF-2309	1420	Registered 6/29/94. Renew 6/29/2004
Bangladesh	TMF-2741	41915	10/11/94
Benelux	TMF-2283	549780	Registered 4/18/94 (renew 4-18-04) (lapse date if not used 4-18-97)
Barbados	TMF-2795		Signed PofA 5-2-95
Brazil	TMF-2191	817678301	Registered 3/5/96 Renewal date 3/5/2006
Brunei	TMF-2749	BRU/24552	Registration No. 20,400. Expires 2/2/02
Bulgaria	TMF-2292	3652	Registration expires April 22, 2004
Burma	TMF-2750		Signed PofA and Declarations dated 11-18-94, returned 2-2-95
Cambodia	TMF-2751	5855	Registered 6/2/95. Renew 6/2/2005

25

2

REB

<u>COUNTRY</u>	<u>REFERENCE #</u>	<u>APPL #</u>	<u>FILING DATE</u>
Canada It's the Wood that makes it Good	TMF-2146	Reg. TMA441,731 App. #695913	Registered 04/14/93 Expires: 04/14/10
KRR & Design	TMF-2144	695850	12/19/91
Cayman Islands	TM-2796	1521614	Trademark Reg. 5/16/93 Expires: 12/18/99
Chile	TMF-2302	1236220	08/22/94; Published 2/9/95
China	TMF-2236	777487-Class 42	Trademark Reg. 02/7/95 Renew 02/6/05
Columbia	TMF-2303	179.084	Registered 8/30/95. Renew 8/30/2005
Cyprus	TMF-2312	40671	07/27/94 Class 42
Denmark	TMF-2282	VR 01.730 1995	Registered: 03/17/95 Renew: 03/17/05
Ecuador	TMF-2309	55773	App. filed 03/31/95
Egypt	TMF-2179	84908	11/14/92
England	TMF-2194	695850	12/19/91
France	TMF-2286	94/503080	Registered 1/25/94
Georgia	TMF-2295	907/03	App. filed 7-26-94
Germany	TMF-2195	2-051-092	Registered 12/2/95 Protect 12/23/02
Greece	TMF-2202	115409	Registered 08/04/93 Renewal date 08/04/2003
Hong Kong	TMF-2234	93/10074	09/23/93; Published 6/7/96 in the Hong Kong Government Gazette No

Registrations #2 011 092 - After protection period expires can extend for 10 years. Within 5 years of registration third party can apply to cancel or amend.

2

26

RES

<u>COUNTRY</u>	<u>REFERENCE #</u>	<u>APPL#</u>	<u>FILING DATE</u>
			23/1996
India	TMF-2305	634333	Instructions sent to Associate
Indonesia	TMF-2238	H4.HC.01.01-2307	02/10/94
Iran KR&Design	TMF-2321	7302291 7309928	(Roasters only) 05/05/94 12/04/94
Iraq	TMF-2320	34349	App. filed: 07/13/95
Israel	TMF-2242	89652	3/11/95
Italy	TMF-2038		Signed PofA
Japan	TMF-2180	4-321653	
Jordan	TMF-2307	4450	Registered as of 4/24/94; Renew 4/24/95 and every 7 years thereafter
Kazakhstan	TMF-2298	5839	Filed 05/20/94
Corea	TMF-2237	96-6116	Reg. 3-21-95; Renew 3-21-05 Servicemark Reg. #26440
Q Kuwait	TMF-2308	34671	App. filed on 09/28/96
Laos	TMF-2752	3699	Registered as of 2/27/95. Renew 2/26/2005
Lebanon	TMF-2318	493/219067	03/07/94
Libya	TMF-2326	7239	06/30/94 Class #112
Malaysia	TMF-2232	94/00442	01/17/94
Malta	TMF-2317		Registration No. 2319. Expires 7/709
Mexico	TMB-2327		PofA Signed 04/19/94
Moldavia	TMF-2294	002434	Filed July 12, 1994

27

REB

<u>COUNTRY</u>	<u>REFERENCE #</u>	<u>APPL #</u>	<u>FILING DATE</u>
Moreocco	TMF-2323	53.083	Registered 2/4/94-Renew 2/4/14
New Zealand	TMF-2754	B244320	Registered 01/17/93; Renewal date 1/17/2002
North Yemen	TMF-2315	4911	09/28/94; published 12/94 Renewal date 9/28/2004
Norway	TMF-2280	173092	Registration expires May 15, 2006
Oman	TMF-2280	11011	01/18/94
Pakistan	TMF-2310	135014	Filed May 8, 1996
Philippines	TMF-2239	83312 101058	09/23/93 June 29, 1995
Portugal	TMF-2290	299678	04/20/94 Bulletin #4/1994; distributed 10-31-94; Service Mark expires May 10, 2006
Qatar	TMF-2310	11491	12/28/93-Working on legalization
Romania	TMF-2293	22 151	Expires April 12, 2004
Russia	TMF-2340	94014852	05/05/94
Saudi Arabia	TMF-2314	334/92	Registered June 20, 1994. Expires March 1, 2004
Singapore	TMF-2232	93/6247	08/16/93
South Yemen	TMF-2338		08/29/94
Spain	TMF-2289	1796876	Registered as of 12/29/93. Renew 8/24/2005
Sudan	TMB-2324	23967	06/22/94 Class #42 Published. 07/02/95-Opposition must be filed 8 months from publication
Sweden	TMF-2281	304092	Registered 8/25/95. Renew 8/25/2005

28

2

REB

<u>COUNTRY</u>	<u>REFERENCE #</u>	<u>APPL #</u>	<u>FILING DATE</u>
Switzerland	TMF-2237	425133	Registration expires July 3, 2004
Syria	TMF-2319	573-3-4443	04/07/94 Class #42
Taiwan	TMF-2235	00075670	Registered 6/1/95; Renewal 5/31/200
Tangeir-Zone	TMF-2337	9579	02/04/94 Class #42
Thailand	TMF-2240	256825	Registration No. SM2693, expire 12/6/03
Tunisia	TMF-2322	EE.94.0306	3.24/94
Turkey	TMF-2316	153.791	Registered 04/20/94; Renewal date 04/20/2004
Turks & Cains Islands	TMF#2793	02249	Registered as of 7/24/95 Renewal date 1/24/2009
Turkmenistan			
Ukraine	TMF-2341	94051736/T	App. filed 5-5-94
United Arab Emirates	TMF-2313	10247	App filed 4-18-95; Examined and published in newspapers on July 1 1996
Uzbekistan	TMF-2299	9400973 3	08-16-94
Vietnam	TMF-2753	17924	Registered as of 1/19/95 Renew 1/20/2000
Venezuela	TMF-2304		Initial instructions sent

29

REB

FOREIGN TRADEMARKS (For Middle East Countries)
As Registered or under Application

<u>COUNTRY</u>	<u>REFERENCE #</u>	<u>APPL#</u>	<u>FILING DATE</u>
Algeria	TMF-2325	940123	Registered 2/6/94-Renew 02/06/04
Armenia	TMF-2296		Signed PofA
Azerbaijan	TMF-2297	94.0658/3	App. filed 8-1-94
Bahrain	TMF-2309	1420	Registered 6/29/94. Renew 6/29/00
Bulgaria	TMF-2292	3652	Registration expires April 22, 2004
Cyprus	TMF-2312	40671	07/27/94 Class 42
Egypt	TMF-2179	34908	11/14/92
Georgia	TMF-2295	907/03	App. filed 7-26-94
Iran KR&Design	TMF-2321	7302291 7309923	(Roasters only) 05/05/94 12/04/94
Iraq	TMF-2320	34349	App. filed: 07/13/95
Jordan	TMF-2307	4430	Registered as of 4/24/94; Rene 4/24/95 and every 7 years thereafter
Kazakhstan	TMF-2298	5889	Filed 05/20/94
Kuwait	TMF-2308	34671	App. filed on 09/28/96
Lebanon	TMF-2318	493/219067	03/07/94
Libya	TMF-2326	7239	06/30/94 Class #112
Malta	TMF-2317		Registration No. 2319. Expires 7/7/00
Morocco	TMF-2323	53.088	Registered 2/4/94-Renew 2/4/14
North Yemen	TMF-2315	4911	09/28/94; published 12/94 Renew 9/28/2004 Class 42
Oman	TMF-2280	11011	01/18/94

30

REB

<u>COUNTRY</u>	<u>REFERENCE #</u>	<u>APPL #</u>	<u>FILING DATE</u>
Pakistan	TMF-2310	135014	Filed May 8, 1996
Qatar	TMF-2310	11491	12/28/93-Working on legalization
Romania	TMF-2295	22 151	Expires April 12, 2004
Saudi Arabia	TMF-2314	334/92	Registered June 20, 1994. Exp March 1, 2004
South Yemen	TMF-2338		08/29/94
Sudan	TMB-2324	23967	06/22/94 Class #42 Publish: 07/02/93-Opposition must be filed months from publication
Syria	TMF-2319	573-3-44443	04/07/94 Class #42
Tangeir-Zone	TMF-2337	9579	02/04/94 Class #42
Tunisia	TMF-2322	EE.94.0306	3/24/94
Turkey	TMF-2316	155.791	Registered 04/20/94; Renewal 04/20/01
Turkmenistan			
Ukraine	TMF-2341	94051736/T	App. filed 5-6-94
United Arab Emirates	TMF-2313	10247	App. filed 4-18-95; Examined and published in newspapers on July 1996
Uzbekistan	TMF-2299	9400973.3	08-16-94

31

REB