

02-17-2000

FORM PTO-101
1-31-92
2/17/2000
To the Honorable Commissioner of Patents



101248125

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

original documents or copy thereof.

1. Name of conveying party(ies):

Union Bank Switzerland
100 Liverpool Street
London, EC2M 2RH ENGLAND

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

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

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

Name: Tetley USA Inc. (formerly Tetley Inc.)

Internal Address:

Street Address: 100 Commerce Drive

City Shelton State CT ZIP 06484

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

If applicant is not domiciled in the United States, a domestic representative designation is required: Yes No
(Designation must be a written document from Assignee)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Partial Release and Reassignment
- Merger
- Change of Name

Execution Date: February 3, 2000

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

A. Trademark Application No.(s)

See attached Schedule A

B. Trademark registration No.(s)

Additional numbers attached? Yes No

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

Name: Pamela A. Allen

Internal Address: King & Spalding

Street Address: 191 Peachtree Street

City: Atlanta State: GA ZIP: 30303

6. Total number of applications and registrations involved: 17

7. Total fee (37 CFR 3.41): \$ 440.00

Enclosed Expedited Fee - \$120.00

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

Joe Pd

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.

MICHAEL J. HYNAK

Name of Person Signing

[Signature]

Signature

2/16/00

Date

Total number of pages comprising cover sheet:

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

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

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503

** TOTAL PAGE.03 **

SCHEDULE A

Applications

Mark	Serial No.	Filing Date
MEDAGLIA D'ORO	75/463,003	April 6, 1998
START YOUR DAY WITH A CUP OF GOURMET	75/368,242	October 6, 1997

Registrations

Mark	Reg. No.	Reg. Date
BUSTELO	864,636	February 4, 1969
CAFE BUSTELO Plus Design	931,920	April 4, 1972
CAFE BUSTELO Plus Design	343,743	March 2, 1937
EL PICO	843,346	January 30, 1968
ESPRESS THIS	2,000,264	September 10, 1996
GOLD MEDAL	993,489	September 24, 1974
HOY COMO AYER... COMPARTIENDO CALIDEZ	2,129,048	January 13, 1998
HOY COMO AYER... EN MI CASA TOMAN BUSTELO!	2,066,801	June 3, 1997
I ♥ CAFÉ BUSTELO	2,077,304	July 8, 1997
I ♥ CAFE BUSTELO Plus DESIGN	2,127,413	January 6, 1998
MEDAGLIA D'ORO Plus Design	575,046	May 26, 1953
MEDAGLIA D'ORO Plus Design	561,750	July 22, 1952
MEDAGLIA D'ORO GOLD MEDAL Plus Design	680,868	June 23, 1959
OQUENDO	1,162,962	July 28, 1981
Portrait of Barbara Kingsbury	893,377	June 23, 1970

PARTIAL COLLATERAL ASSIGNMENT RELEASE AND REASSIGNMENT

This Partial Collateral Assignment Release and Reassignment is granted and conveyed as of this ^{February} 3rd day of ~~January~~, 2000, by Union Bank of Switzerland (now UBS AG), a Swiss corporation, having a business address at 1 Finsbury Avenue, London, EC2M 2PP, England ("Assignor"), in favor of Tetley USA Inc. (formerly Tetley Inc.), a Delaware corporation, having a principal business address at 100 Commerce Drive, Shelton, Connecticut 06484 ("Assignee"). All capitalized terms not defined herein shall have the meaning set forth in the Collateral Assignments (as defined below) between the parties.

WHEREAS, Assignor and Assignee entered into a Collateral Assignment of Trademarks (Security Agreement) dated as of July 28, 1995, and an Amendment to Collateral Assignment of Trademarks dated as of January 13, 1997 (collectively, the "Collateral Assignments"), such Collateral Assignments having been recorded in the U.S. Patent and Trademark Office on August 5, 1995 at Trademark Reel 1401, Frame 0829, and on January 14, 1997 at Trademark Reel 1546, Frame 0243, respectively;

WHEREAS, pursuant to the Collateral Assignments and as security for Assignee's Obligations under the Credit Agreement, Assignee assigned, and granted a security interest in, the Collateral to Assignor for the benefit of the Finance Parties;

WHEREAS, such Collateral included the trademarks listed on the attached Schedule A, all applications and registrations therefor, and the goodwill associated therewith ("Marks"); and

WHEREAS, the parties now seek to make a record of the Assignor's release and reassignment to Assignee of any and all of its right, title and interest in and to the Marks (but not any of the other Collateral described in the Collateral Assignments, as to which Assignor's security interest shall remain unmodified and in full force and effect).

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which the parties acknowledge, Assignor hereby (1) releases, discharges, and relinquishes all of its right, title and interest in and to the Marks, and (2) reassigns to Assignee all of its right, title and interest in and to the Marks, including the goodwill of the business symbolized by the Marks, the right to sue for past infringement of the Marks, and all other rights in the Marks granted to Assignor under the Collateral Assignments.

**Union Bank of Switzerland
(now UBS AG)**

By: UBS AG
Andrew Gaffney as atty in fact
Name: Andrew Gaffney
Title: Attorney in fact

SCHEDULE A

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