

FORM PTO-1594
Rev. 6-93) **MRD 1-4-00**
MB No. 0651-0011 (exp. 4/94)

REC'D

01-31-2000



HEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Tab settings == ==

101252692

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
NOMURA HOLDING AMERICA, INC.
Two World Financial Center, Building B
2nd Floor
New York, NY 10028

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

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

2. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other Release

Execution Date: September 24, 1998

2. Name and address of receiving party(ies)

Name: BRISTOL FARMS

Internal Address: Suite 100

Street Address: 880 Apollo Street

City: El Segundo State: CA ZIP: 90245

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State California
- 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

Application number(s) or patent number(s):

A. Trademark Application No.(s)

Please see attached Schedule A.

B. Trademark Registration No.(s)

Please see attached Schedule A.

Additional numbers attached? Yes No

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

Name: BROBECK, PHLEGER & HARRISON LLP

Internal Address: _____

Attn: Kimberley A. Lathrop

Street Address: 550 South Hope Street

City: Los Angeles State: CA ZIP: 90071

01/31/2000 DCDATES 00000003 1885397

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41)..... \$ 90.00

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

01 FC:481
02 FC:482

40.00 DP
50.00 DP

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.

Kimberley A. Lathrop
Name of Person Signing

Kimberley A. Lathrop
Signature

12-30-99
Date

9

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

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments

TRADEMARK
REEL: 002013 FRAME: 0287

SCHEDULE A

Trademarks of Debtor

PATENTS, TRADEMARKS, COPYRIGHTS AND LICENSES

TRADEMARKS AND SERVICE MARKS:

Neither the Borrower nor Holdings has any patents or copyrights. The Borrower has the following registered trademarks and service marks:

	<u>Trademark or Service Mark</u>	<u>Date of Registration</u>	<u>Where Registered</u>	<u>Registration No.</u>	<u>Expiration Date</u>
①	Bristol Farms (Docket No. 101)	3/21/95	U.S.	1,885,397	3/21/05
②	Artichoke Logo (Docket No. 102)	5/23/95	U.S.	1,895,137	5/23/05
③	Cook 'N' Things Service Mark (Docket No. 103)	3/23/93	U.S.	1,760,365	3/23/03
	Bristol Farms Service Mark Class 100 (Docket No. 101-Calif.)	9/11/92	CA	040810	9/11/02
	Artichoke Logo Class 50 (Docket No. 102A-Calif.)	9/14/92	CA	096430	9/14/02
	Artichoke Logo Class 46 (Docket No. 102B-Calif.)	9/14/92	CA	096431	9/14/02
	Artichoke Logo Class 47 (Docket No. 102C-Calif.)	9/14/92	CA	096432	9/14/02
	Cook 'N' Things Service Mark Class 107 (Docket No. 103A-Calif.)	9/11/92	CA	040814	9/11/02

<u>Trademark or Service Mark</u>	<u>Date of Registration</u>	<u>Where Registered</u>	<u>Registration No.</u>	<u>Expiration Date</u>
Cook 'N' Things Service Mark Class 100 (Docket No. 103B-Calif.)	9/11/92	CA	040813	9/11/02

LICENSES:

<u>Name of License</u>	<u>Nature of License</u>	<u>Licensor</u>	<u>Term of License</u>
PACA License	Agricultural	U.S. Department of Agriculture	Expires May 26, 1999
Off-Sale General Alcoholic Beverage License	Off-site liquor sales at 606 Fair Oaks Ave., South Pasadena, CA 91030	State of California Department of Alcoholic Beverage Control	Expires February 28, 1999
On-Sale Beer and Wine-Eating Place Alcoholic Beverage License	On-site beer and wine sales at 606 Fair Oaks Ave., South Pasadena, CA 91030	State of California Department of Alcoholic Beverage Control	Expires February 28, 1999
Off-Sale General Alcoholic Beverage License	Off-site liquor sales at 837 Silver Spur Road, Rolling Hills Estate, CA 90274	State of California Department of Alcoholic Beverage Control	Expires February 28, 1999
On-Sale Beer and Wine - Eating Place Alcoholic Beverage License	On-site liquor sales at 837 Silver Spur Road, Rolling Hills Estate, CA 90274	State of California Department of Alcoholic Beverage Control	Expires February 28, 1999
Off-Sale General Alcoholic Beverage License	Off-site liquor sales at 1570 Rosecrans Ave., Manhattan Beach, CA 90266	State of California Department of Alcoholic Beverage Control	Expires March 31, 1999
On-Sale Beer and Wine - Eating Place Alcoholic Beverage License	On-site beer and wine sales at 1570 Rosecrans Ave., Manhattan Beach, CA 90266	State of California Department of Alcoholic Beverage Control	Expires March 31, 1999
Off-Sale General Alcoholic Beverage License	Off-site liquor sales at 6227 Topanga Canyon Blvd., Woodland Hills, CA 91364	State of California Department of Alcoholic Beverage Control	Expires August 31, 1999
On-Sale Beer and Wine - Eating Place Alcoholic Beverage License	On-site beer and wine sales at 6227 Topanga Canyon Blvd., Woodland Hills, CA 91364	State of California Department of Alcoholic Beverage Control	Expires August 31, 1999

<u>Name of License</u>	<u>Nature of License</u>	<u>Licensors</u>	<u>Term of License</u>
Off-Sale General Alcoholic Beverage License	Off-site liquor sales at 2080 Bellflower Blvd., Long Beach, CA 90815	State of California Department of Alcoholic Beverage Control	Expires December 31, 1998
Tobacco Products Distributor License	Tobacco sales at 1570 Rosecrans Ave., Manhattan Beach, CA 90266	California State Board of Equalization	Start Date September 1, 1996
On-Sale Beer and Wine - Eating Place Alcoholic Beverage License	On-site beer and wine sales at 2080 Bellflower Blvd., Long Beach, CA 90815	State of California Department of Alcoholic Beverage Control	Expires December 31, 1998
Off-Sale General Alcoholic Beverage License	Off-site liquor sales at 180 S. Westlake Blvd. A, Thousand Oaks, CA 91362	State of California Department of Alcoholic Beverage Control	Expires September 30, 1998
On-Sale Beer and Wine - Eating Place Alcoholic Beverage License	On-site beer and wine sales at 180 S. Westlake Blvd. A., Thousand Oaks, CA 91362	State of California Department of Alcoholic Beverage Control	Expires September 30, 1998
Off-Sale General Alcoholic Beverage License	Off-site liquor sales at 810 Avocado Ave., Newport Beach, CA 92660	State of California Department of Alcoholic Beverage Control	Expires July 31, 1999
On-Sale Beer and Wine - Eating Place Alcoholic Beverage License	On-site beer and wine sales at 810 Avocado Ave., Newport Beach, CA 92660	State of California Department of Alcoholic Beverage Control	Expires July 31, 1999
Off-Sale General Alcoholic Beverage License	Off-site liquor sales at 27741 Crown Valley Parkway, M-1 Mission Viejo, CA 92691	State of California Department of Alcoholic Beverage Control	Expires August 31, 1999
On-Sale Beer and Wine - Eating Place Alcoholic Beverage License	On-site beer and wine sales 27741 Crown Valley Parkway, M-1 Mission Viejo, CA 92691	State of California Department of Alcoholic Beverage Control	Expires August 31, 1999

RELEASE

THIS RELEASE is granted as of September ~~29~~, 1998 by **Nomura Holding America, Inc.**, a Delaware corporation, located at Two World Financial Center, Building B, 2nd Floor, New York, New York 10028 ("Nomura") to **Bristol Farms**, a California corporation, with executive offices located at 880 Apollo Street, Suite 100, El Segundo, California 90245 ("Bristol Farms"), as follows:

WHEREAS, Bristol Farms (together with its successors and assigns), entered into an Intellectual Property Security Agreement, dated as of August 29, 1997 (as from time to time amended, modified or supplemented in accordance with the terms thereof, the "Agreement"), in favor of Nomura (together with its successors, assigns, and transferees, the "Purchasers"; the Purchasers and any Collateral Agent ever appointed by the Purchasers are collectively referred to herein as the "Secured Party"), in order to secure the prompt and complete payment, observance and performance of the Bristol Farms' "Obligations" (as defined in the Agreement);

WHEREAS, an Assignment for Security (Trademarks) granting as security interest in (a) the trademarks listed on Annex A thereto and on Annex A to the Agreement (collectively, the "Trademarks"), and (b) the "Trademark Collateral" as defined in such Assignment for Security (Trademarks), was recorded in the U.S. Patent and Trademark Office on September 4, 1997 at Reel 1627 beginning at Frame No. 0506; and

WHEREAS, all of the Obligations under the Agreement have been satisfied and the Secured Party desires to release its security interest in the Trademarks and Trademark Collateral;

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, the Secured Party hereby releases its security interest in all right, title, and interest in and to the Trademarks, and all applications and registrations thereof, together with the goodwill of the business connected with the use of

and symbolized by the Trademarks, and all proceeds thereof, including (without limitation) any and all royalties for any licenses thereof and all other Trademark Collateral to Bristol Farms.

IN WITNESS WHEREOF, the Secured Party has caused this Release to be duly executed by a duly authorized officer of Nomura as of the day and year first written above.

NOMURA HOLDING AMERICA, INC.

By: [Signature]

Name: Salvatore Gentile

Title: Attorney-in-fact

STATE OF NEW YORK)
) ss.
COUNTY OF NEW YORK)

On this 21st day of September, 1998 before me personally appeared Salvatore Gentile known to me to be the individual who executed the foregoing instrument on behalf of Nomura Holding America, Inc. as a duly authorized officer thereof.

[Signature]
Notary Public

ELIZABETH A. MEIXELL
NOTARY PUBLIC, State of New York
No. G1ME5039585
Qualified in New York County 1999
Commission Expires March 4, 1999

My commission expires: _____

SCHEDULE A

Trademarks of Debtor

PATENTS, TRADEMARKS, COPYRIGHTS AND LICENSES

TRADEMARKS AND SERVICE MARKS:

Neither the Borrower nor Holdings has any patents or copyrights. The Borrower has the following registered trademarks and service marks:

<u>Trademark or Service Mark</u>	<u>Date of Registration</u>	<u>Where Registered</u>	<u>Registration No.</u>	<u>Expiration Date</u>
(1) Bristol Farms (Docket No. 101)	3/21/95	U.S.	1,885,397	3/21/05
(2) Artichoke Logo (Docket No. 102)	5/23/95	U.S.	1,895,137	5/23/05
(3) Cook 'N' Things Service Mark (Docket No. 103)	3/23/93	U.S.	1,760,365	3/23/03
Bristol Farms Service Mark Class 100 (Docket No. 101-Calif.)	9/11/92	CA	040810	9/11/02
Artichoke Logo Class 50 (Docket No. 102A-Calif.)	9/14/92	CA	096430	9/14/02
Artichoke Logo Class 46 (Docket No. 102B-Calif.)	9/14/92	CA	096431	9/14/02
Artichoke Logo Class 47 (Docket No. 102C-Calif.)	9/14/92	CA	096432	9/14/02
Cook 'N' Things Service Mark Class 107 (Docket No. 103A-Calif.)	9/11/92	CA	040814	9/11/02

<u>Trademark or Service Mark</u>	<u>Date of Registration</u>	<u>Where Registered</u>	<u>Registration No.</u>	<u>Expiration Date</u>
Cook 'N' Things Service Mark Class 100 (Docket No. 103B-Calif.)	9/11/92	CA	040813	9/11/02

LICENSES:

<u>Name of License</u>	<u>Nature of License</u>	<u>Licensor</u>	<u>Term of License</u>
PACA License	Agricultural	U.S. Department of Agriculture	Expires May 26, 1999
Off-Sale General Alcoholic Beverage License	Off-site liquor sales at 606 Fair Oaks Ave., South Pasadena, CA 91030	State of California Department of Alcoholic Beverage Control	Expires February 28, 1999
On-Sale Beer and Wine-Eating Place Alcoholic Beverage License	On-site beer and wine sales at 606 Fair Oaks Ave., South Pasadena, CA 91030	State of California Department of Alcoholic Beverage Control	Expires February 28, 1999
Off-Sale General Alcoholic Beverage License	Off-site liquor sales at 837 Silver Spur Road, Rolling Hills Estate, CA 90274	State of California Department of Alcoholic Beverage Control	Expires February 28, 1999
On-Sale Beer and Wine - Eating Place Alcoholic Beverage License	On-site liquor sales at 837 Silver Spur Road, Rolling Hills Estate, CA 90274	State of California Department of Alcoholic Beverage Control	Expires February 28, 1999
Off-Sale General Alcoholic Beverage License	Off-site liquor sales at 1570 Rosecrans Ave., Manhattan Beach, CA 90266	State of California Department of Alcoholic Beverage Control	Expires March 31, 1999
On-Sale Beer and Wine - Eating Place Alcoholic Beverage License	On-site beer and wine sales at 1570 Rosecrans Ave., Manhattan Beach, CA 90266	State of California Department of Alcoholic Beverage Control	Expires March 31, 1999
Off-Sale General Alcoholic Beverage License	Off-site liquor sales at 6227 Topanga Canyon Blvd., Woodland Hills, CA 91364	State of California Department of Alcoholic Beverage Control	Expires August 31, 1999
On-Sale Beer and Wine - Eating Place Alcoholic Beverage License	On-site beer and wine sales at 6227 Topanga Canyon Blvd., Woodland Hills, CA 91364	State of California Department of Alcoholic Beverage Control	Expires August 31, 1999

<u>Name of License</u>	<u>Nature of License</u>	<u>Licensors</u>	<u>Term of License</u>
Off-Sale General Alcoholic Beverage License	Off-site liquor sales at 2080 Bellflower Blvd., Long Beach, CA 90815	State of California Department of Alcoholic Beverage Control	Expires December 31, 1998
Tobacco Products Distributor License	Tobacco sales at 1570 Rosecrans Ave., Manhattan Beach, CA 90266	California State Board of Equalization	Start Date September 1, 1996
On-Sale Beer and Wine - Eating Place Alcoholic Beverage License	On-site beer and wine sales at 2080 Bellflower Blvd., Long Beach, CA 90815	State of California Department of Alcoholic Beverage Control	Expires December 31, 1998
Off-Sale General Alcoholic Beverage License	Off-site liquor sales at 180 S. Westlake Blvd. A, Thousand Oaks, CA 91362	State of California Department of Alcoholic Beverage Control	Expires September 30, 1998
On-Sale Beer and Wine - Eating Place Alcoholic Beverage License	On-site beer and wine sales at 180 S. Westlake Blvd. A., Thousand Oaks, CA 91362	State of California Department of Alcoholic Beverage Control	Expires September 30, 1998
Off-Sale General Alcoholic Beverage License	Off-site liquor sales at 810 Avocado Ave., Newport Beach, CA 92660	State of California Department of Alcoholic Beverage Control	Expires July 31, 1999
On-Sale Beer and Wine - Eating Place Alcoholic Beverage License	On-site beer and wine sales at 810 Avocado Ave., Newport Beach, CA 92660	State of California Department of Alcoholic Beverage Control	Expires July 31, 1999
Off-Sale General Alcoholic Beverage License	Off-site liquor sales at 27741 Crown Valley Parkway, M-1 Mission Viejo, CA 92691	State of California Department of Alcoholic Beverage Control	Expires August 31, 1999
On-Sale Beer and Wine - Eating Place Alcoholic Beverage License	On-site beer and wine sales 27741 Crown Valley Parkway, M-1 Mission Viejo, CA 92691	State of California Department of Alcoholic Beverage Control	Expires August 31, 1999