

MUR 2/11/00

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

05-31-2000

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

RECEIVED
2000 FEB 11 PM 3:
DPR/FINANCE



101369390

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 RELEASE OF SECURITY INTEREST

Effective Date
Month Day Year

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

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.)

03/16/2000 JSHABAZZ 00000065 74473293

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 DP
900.00 DP

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: 002080 FRAME: 0533

MRD 5-30-00

RE.

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="74473293"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="735510910"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="2053927"/>	<input type="text" value="1748759"/>	<input type="text" value="1712026"/>
<input type="text" value="1911660"/>	<input type="text" value="1804673"/>	<input type="text" value="1699300"/>
<input type="text" value="1853766"/>	<input type="text" value="1712027"/>	<input type="text" value="1606610"/>

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.

Jeffrey T. Leonard
Name of Person Signing

Jeffrey Leonard
Signature

2/5/2000
Date Signed

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

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

Enter Additional 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 the Assignment.)

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

1398739	1036933	688798
1358328	805709	638859
1278237	793720	604544
1272049	767271	584789
1205642	737986	584787
1205641	702658	546033
1091052	702364	544791

**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

Enter Additional 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 the Assignment.)

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

333391	<input type="text"/>	<input type="text"/>
331427	<input type="text"/>	<input type="text"/>
317414	<input type="text"/>	<input type="text"/>
303903	<input type="text"/>	<input type="text"/>
237507	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

RELEASE OF SECURITY INTEREST IN TRADEMARKS AND LICENSES

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS (this "Release") is made as of the 16 day of December, 1999, between ALLIED FOODS, LLC, a Georgia limited liability company, as Grantor ("Allied") and CREDITANSTALT CORPORATE FINANCE, INC., a Delaware corporation, as Grantee ("Lender").

WHEREAS, in order to induce Lender to make loans and extend credit to Allied, Allied agreed to assign and did assign to Lender a security interest in and to Allied's trademarks and trademark licenses (the "Marks") pursuant to that certain Trademark Security Agreement dated as of August 5, 1998 and effective as of January 31, 1998, (the "Trademark Security Agreement");

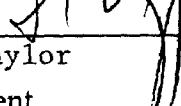
WHEREAS, Allied having paid the obligations secured by and satisfied the terms and conditions set forth in the Trademark Security Agreement, Lender hereby agrees to execute this Release.

NOW, THEREFORE, in consideration of the premises contained herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Lender does hereby grant, convey, assign, sell and transfer to Allied, without recourse, its security interest in and to the Marks set forth on the attached Schedule I and the Licenses set forth on the attached Schedule 2. Grantor does hereby further release and forever discharge all right, title and interest in and to all liens in and to the Marks and the Licenses, including without limitation the liens created by the Trademark Security Agreement, and does expressly release any and all rights that the undersigned may now or hereafter have to establish or enforce said lien or liens.

EXECUTED as of the day and year set forth above.

"LENDER"

BANK AUSTRIA CREDITANSTALT
CORPORATE FINANCE, INC.
f/k/a Creditanstalt Corporate Finance, Inc.

By: 

John G. Taylor
Vice President

By: 

Name: Richard W. VARALLA
Title: ASSOCIATE

SCHEDULE 1

LIST OF TRADEMARKS

<u>TRADEMARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>	<u>COMMENTS</u>
TONY and Design	2,053,927	04-22-97	
RIVAL	1,911,660	08-15-95	
TWIN PET	1,853,766	11-13-94	
FELIX and Design	1,748,759	01-26-93	
HUSKY	1,804,673	11-16-93	
STRONGHEART DOG FOOD and Design	1,712,027	09-01-92	
FELIX	1,712,026	09-01-92	
KAM	1,699,300	07-07-92	
HUSKY	1,606,610	07-17-90	
TWIN PET	1,398,739	06-24-86	Canceled.
SNAPPY (Stylized Letters)	1,358,328	09-03-85	Canceled.
GOLD SEAL and Design	1,278,237	05-15-84	Canceled.
PENNY CLASSIC (Stylized Letters)	1,272,049	03-27-84	Canceled.
PENNY and Design	1,205,642	08-17-82	Canceled.
DUCHESS (Stylized Letters)	1,205,641	08-17-82	Canceled.
NEAT TREATS	1,091,052	09-09-78	
BLUE RIBBON RECIPE and Design	1,036,933	03-30-76	Expired.
IDEAL	805,709	03-15-66	Expired.
HENNY PEN	793,720	08-03-65	Renewed.
PICNIC and Design	767,271	03-24-64	Renewed.
RUSTY and Design	737,986	09-18-62	Renewed.
KITTY (Stylized Letters)	702,658	08-09-60	Renewed.
POINTER	702,364	08-02-60	Renewed.
TONY and Design	688,798	11-24-59	Renewed.
CHIC-E (Stylized Letters)	638,859	12-18-56	Expired.
PENNY and Design	604,544	04-12-55	Expired.
BOWL-O-BEAUTY (Stylized Letters)	584,789	01-19-54	Expired.

<u>TRADEMARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>	<u>COMMENTS</u>
HI-VI (Stylized Letters)	584,787	01-19-54	Renewed.
HARDI and Design	546,033	07-31-51	Expired.
CALO (Stylized Letters)	544,791	07-10-51	Expired.
DELIGHT (Stylized Letters)	333,391	03-17-36	Expired.
SNAPPY and Design	331,427	01-07-36	Expired.
RED HEART (Stylized Letters)	317,414	09-25-34	Expired.
VICTORY (Stylized Letters)	303,903	06-13-33	Renewed.
IDEAL	237,507	01-10-28	Expired.

<u>TRADEMARK</u>	<u>APPLN. NO.</u>	<u>FILING DATE</u>	<u>COMMENTS</u>
TWIN PET	74/473,293	12-27-93	Abandoned.
NATURALLY GOOD and Design	73/550,910	07-29-85	Abandoned.

Schedule 2

TRADEMARK LICENSES

<u>LICENSEE</u>	<u>DESCRIPTION</u>
Farmland Industries, Inc. Attn: Jay Lubarsky P.O. Box 7305 Kansas City, MO 64116-0005	License and Sale Agreement dated February 14, 1996 licensing the right to manufacture, distribute, and sell dry pet food in the United States under certain trademarks and tradenames.
Strongheart Products, Inc. 1601 West McKay Frontenac, KS 66763	License Agreement dated August 25, 1995 for Strongheart's use of the Strongheart trademark, trade name and label in connection with the manufacture, distribution, and sale of dry pet food outside of the United States.