

09-26-2000

SET

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Docket No.:

2000-033T/MJB



Tab settings: → → → ▼ ▼

To the Honorable Commissioner of Pat

101460913

attached original documents or copy thereof.

1. Name of conveying party(ies):

The B. Manischewitz Company, LLC

- ☐ Individual(s) ☐ Association  
☐ General Partnership ☐ Limited Partnership  
☐ Corporation-State  
☒ Other Delaware Limited Liability Company

Additional names(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance:

9-26-2000

- ☐ Assignment ☐ Merger  
☒ Security Agreement ☐ Change of Name  
☒ Other Corrective Document recorded Reel 2051 Frame  
0236

Execution Date: January 31, 2000 - correct Brief to read :

--SECURITY AGREEMENT--

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

Name: The Chase Manhattan Bank

Internal Address: \_\_\_\_\_

Street Address: 600 Fifth Avenue

City: New York State: NY ZIP: 10020

- ☐ Individual(s) citizenship \_\_\_\_\_  
☐ Association \_\_\_\_\_  
☐ General Partnership \_\_\_\_\_  
☐ Limited Partnership \_\_\_\_\_  
☒ Corporation-State New York  
☐ 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

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

A. Trademark Application No.(s)

75702944; 75702947  
75702945;  
75702946;

B. Trademark Registration No.(s)

156864  
191473  
282739

Additional numbers attached? ☐ Yes ☒ No

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

Name: Martin J. Beran, Esq.

Internal Address: Schweitzer Cornman Gross & Bondell

Street Address: 230 Park Avenue, Suite 2200

City: New York State: NY ZIP: 10169

6. Total number of applications and registrations involved:.....

7

7. Total fee (37 CFR 3.41):.....\$ \$190.00

- ☐ Enclosed  
☒ Authorized to be charged to deposit account

8. Deposit account number:

19-0748 [for deficiencies in fees only]

DO NOT USE THIS SPACE

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.

Martin J. Beran

Name of Person Signing

Signature

Date

8-11-00

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

7

TRADEMARK  
REEL: 002119 FRAME: 0278

FORM PTO-1618 04/13/2000  
EPO 08/30/99  
CMB 0551 0027

MAR 17 2000

PATENT & TRADEMARK OFFICE

04-14-2000



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

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  
Effective Date  
Month Day Year
- ☐ Merger
- ☐ Change of Name
- ☐ Other

Conveying Party

☐ Mark if additional names of conveying parties attached

Execution Date  
Month Day Year  
01 31 2000

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 ☐ 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.)
- ☒ Corporation ☐ Association
- ☐ Other
- ☒ Citizenship/State of Incorporation/Organization

04/13/2000 DNGUYEN 00000136 75762944.

01 FC:481  
02 FC:482  
03 FC:998

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150.00 DP

FOR OFFICE USE ONLY

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 (0451-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0451-0027, 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: 002051 FRAME: 0236

TRADEMARK  
REEL: 002119 FRAME: 0279

**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  Sheryl Gittlitz, Esq.  
Address (line 1)  Kaye, Scholer, Fierman, Hays & Handler, LLP  
Address (line 2)  425 Park Ave  
Address (line 3)  New York, NY 10022  
Address (line 4)

**Pages**

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

#

5

**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)**

75702944  75702947   
75702945   
75702946

156864   
1914 '3   
282739

**Number of Properties**

Enter the total number of properties involved.

#

7

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

200.00

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.

Rannylin S. Dalley

Name of Person Signing

Signature

Date Signed

3/10/00

TRADEMARK

REEL: 002051 FRAME: 0237

TRADEMARK

REEL: 002119 FRAME: 0280

ASSIGNMENT FOR SECURITY

(TRADEMARKS)

WHEREAS, The B. Manischewitz Company, LLC, a Delaware limited liability company (herein referred to as "Assignor"), has adopted, used and is using the trademarks listed on the annexed Schedule 2-A, which trademarks are registered in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, Assignor is obligated to The Chase Manhattan Bank, a New York banking corporation, as agent (referred to herein as the "Assignee") for the benefit of (i) the lenders (the "Lenders") named in Schedules 2.01(a) and 2.01(b) of the Amended and Restated Credit Agreement dated as of the date hereof, by and among the Assignor, Millbrook Distribution Services Inc., the Lender, the Assignee and NationsBank, N.A., as Co-Agent (as amended, modified or supplemented from time to time in accordance with its terms, the "Credit Agreement") and (ii) for itself as issuer of the Letters of Credit and Assignor has entered into a Security Agreement and Mortgage-Patents, Trademarks and Copyrights dated the date hereof (the "Agreement") in favor of Assignee; and

WHEREAS, pursuant to the Agreement, Assignor has assigned to Assignee and granted to Assignee a security interest in all right, title and interest of Assignor in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations, as defined in the Agreement;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby further assign unto Assignee and grant to Assignee a security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

Assignor does hereby further acknowledge and affirm that the rights and remedies of Assignee with respect to the assignment of, security interest in the Collateral made and granted hereby are more fully set forth in the Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

Assignee's address is 600 Fifth Avenue, New York, New York 10020.

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TRADEMARK  
REEL: 002051 FRAME: 0238

TRADEMARK  
REEL: 002119 FRAME: 0281

IN WITNESS WHEREOF, Assignor has caused this Assignment to be  
duly executed by its officer thereunto duly authorized as of the 31 day of January,  
2000.

THE B. MANISCHEWITZ COMPANY, LLC

By: 

Richard A. Bernstein, its Managing Member

SCHEDULE 2-A TO ASSIGNMENT FOR SECURITY

TRADEMARKS

APPLICATIONS

<u>Trademark</u>	<u>Filing Date</u>	<u>Application No.</u>
Season Kosher Select	May 13, 1999	75/702,944
Gold Boat	May 13, 1999	75/702,945
Atlantic Gourmet	May 13, 1999	75/702,946
Moadim	May 13, 1999	75/702,947

FEDERAL TRADEMARKS

<u>Trademark</u>	<u>Registration Date</u>	<u>Registration Number</u>
SEASON logo	July 18, 1922	156,864
GULD BOAT logo	November 11, 1924	191,473
SEASON logo	April 28, 1931	282,739

TRADEMARK  
REEL: 002051 FRAME: 0240