

03-01-2001



101623935

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

2.12.01

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 Release and Reassignment of Trademarks

Conveying Party

Mark if additional names of conveying parties attached

Name Harris Trust and Savings Bank

Execution Date
Month Day Year 01 29 2001

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization Illinois

Receiving Party

Mark if additional names of receiving parties attached

Name Wampler Foods, Inc.

DBA/AKA/TA

Composed of

Address (line 1) P.O. Box 7000

Address (line 2)

Address (line 3) Broadway Virginia 22815

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 Virginia

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 (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: 002242 FRAME: 0039

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)

XX

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)

| | | |
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| <input type="text" value="74728202"/> | <input type="text" value="73526084"/> | <input type="text" value="75412856"/> |
| <input type="text" value="75534913"/> | <input type="text"/> | <input type="text"/> |
| <input type="text"/> | <input type="text"/> | <input type="text"/> |

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| <input type="text" value="2152853"/> | <input type="text" value="2152852"/> | <input type="text" value="1487014"/> |
| <input type="text" value="1511929"/> | <input type="text" value="1783541"/> | <input type="text" value="1779775"/> |
| <input type="text" value="1837261"/> | <input type="text" value="1742424"/> | <input type="text" value="1945997"/> |

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

XX

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.

Michelle L. Blackmon

Name of Person Signing

Michelle L. Blackmon

Signature

2/8/2001

Date Signed

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

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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)

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RELEASE AND REASSIGNMENT OF TRADEMARKS

THIS RELEASE AND REASSIGNMENT dated January 29, 2001 by Harris Trust and Savings Bank, as agent as hereinafter described;

W I T N E S S E T H:

WHEREAS, Harris Trust and Savings Bank, an Illinois banking corporation (the "*Agent*") with its mailing address at 111 West Monroe Street, Chicago, Illinois 60603, individually and as agent for itself and certain other secured creditors (collectively the "*Lenders*") and Wampler Foods, Inc., a Virginia corporation with its mailing address at P.O. Box 7000, Broadway, Virginia 22815-7000 (the "*Debtor*") are parties to a certain Trademark Collateral Agreement dated November 20, 1998 which was recorded in the United States Patent and Trademark Office on December 4, 1998 as Document Number 100917554 at Reel 1823, Frame 0416 (the "*Assignment*"), pursuant to which the Debtor granted a security interest in and collateral assignment of certain trademarks and trademark applications listed on Schedule A-1 attached hereto and certain other property (collectively the "*Trademarks*"), among other things, as security for the Debtor's "Obligations" (as defined in the Assignment) to the Lenders and the Agent; and

WHEREAS, the Debtor satisfied the Obligations and requested that the Agent release its security interests in the Trademarks and reassign the same to the Debtor;

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

The Agent hereby releases its security interests in and collateral assignment of, and reassigns, grants and conveys to the Debtor, without any representation, warranty, recourse or undertaking by the Agent, all of its right, title and interest, if any, in and to:

(i) Each Trademark and each Trademark Application listed on Schedule A-1 attached hereto and made a part hereof, including without limitation all renewals thereof, all proceeds thereof (such as, by way of example, license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements thereof, and all rights corresponding thereto throughout the world;

(ii) Each Trademark License listed on Schedule A-2 attached hereto and made a part hereof, including without limitation all renewals thereof, all proceeds thereof (such as, by way of example, license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements thereof, and all rights corresponding thereto throughout the world; and

(iii) The goodwill of the business to which each of the Trademarks relates.

IN WITNESS WHEREOF, the Agent has caused this Release and Reassignment to be duly executed by its duly authorized officer as of the day and year first above written.

HARRIS TRUST AND SAVINGS BANK, as Agent
as aforesaid

By: Jean R. Elie
Name: JEAN R. Elie
Title: Vice President

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

On this 29th day of January, 2001 before me personally appeared Jean R. Elie to me known to be the individual who executed the foregoing instrument and acknowledged to me that he executed the same as the duly authorized officer above designated of Harris Trust and Savings Bank.



Nancy J Skoda
Notary Public
Cook County, Illinois

My Commission Expires:

11/2/04

**SCHEDULE A-1
TO RELEASE AND ASSIGNMENT OF TRADEMARKS**

**REGISTERED TRADEMARKS
AND TRADEMARK APPLICATIONS**

FEDERAL TRADEMARK REGISTRATIONS

| TRADEMARK/ SERVICE MARK TRADE NAME | REGISTRATION NO. OR SERIAL NO. IF AN APPLICATION IS PENDING | REGISTRATION DATE OR FILING DATE IF AN APPLICATION IS PENDING | RENEWAL DATE |
|--|--|--|--------------|
| WAMPLER FOODS | 2,152,853 | 4/21/98 | |
| WAMPLER FOODS and design | 2,152,852 | 4/21/98 | |
| WAMPLER LONGACRE | 1,487,014 | 5/3/88 | |
| WAMPLER LONGACRE and design | 1,511,929 | 11/8/88 | |
| TRIM FREE | 1,783,541 | 7/20/93 | |
| TRIM FREE – chicken in heart design | 1,779,775 | 6/29/93 | |
| TRIM FREE and design | 1,837,261 | 5/17/94 | |
| DINOSAUR WINGS | 1,742,424 | 12/22/92 | |
| KAFETERIA KIT | 74/728/202 | 9/6/95 | |
| THE DELI ROAST COLLECTION | 1,945,997 | 1/2/96 | |
| THE DELI ROAST COLLECTION and design | 1,945,998 | 1/2/96 | |
| LEAN-LITE DELI | 802,455 | 5/26/89 | |
| ROUND HILL | Not Registered | | |
| FARMER'S CHOICE | 73/526,084 | 3/11/85 | |
| COLONEL ROCKINGHAM design | 608,440 | 7/5/55 | |
| ROCKINGHAM | Not Registered | | |
| WAMPLER. IT'S REALLY THAT GOOD | 75/412,856 | 12/31/97 | |
| IT'S REALLY THAT GOOD FOR YOUR BUSINESS | 75/534,913 | 8/12/98 | |

COMMON LAW MARKS AND TRADE NAMES

NONE

**REGISTERED STATE TRADEMARKS
AND TRADEMARK APPLICATIONS**

NONE

**REGISTERED FOREIGN TRADEMARKS
AND TRADEMARK APPLICATIONS**

NONE

SCHEDULE A-2
TO RELEASE AND ASSIGNMENT OF TRADEMARKS

TRADEMARK LICENSES

NONE