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04-13-2001

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



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

4.5.01

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 _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name Gourmet Regency Coffee Company

03 29 01

Formerly _____

1975675

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Minnesota

Receiving Party

Mark if additional names of receiving parties attached

Name Associated Commercial Finance, Inc.

DBA/AKATA _____

Composed of _____

Address (line 1) 4150 South Second Street, Suite 350

Address (line 2) _____

Address (line 3) St. Cloud

City

Minnesota/U.S.A.

State/Country

56301

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 Wisconsin

FOR OFFICE USE ONLY

04/13/2001 LMDRELLER 00000010 1975675

01 F:461 60.00
02 F:462 150.00

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: 002269 FRAME: 0895



NOTICE OF SECURITY INTEREST IN U.S. TRADEMARKS

United States Trademark Office:

Please be advised that pursuant to a Security Agreement dated as of March 29, 2001 (the "Security Agreement") by Gourmet Regency Coffee Company, a Minnesota corporation, ("Grantor"), for the benefit of Associated Commercial Finance, Inc., a Wisconsin corporation ("Secured Party"), Grantor has granted to Secured Party a continuing security interest in, and a continuing lien upon, all of the trademark and trademark applications described below:

TRADEMARKS

See Part I of Exhibit A attached hereto and incorporated herein by reference.

TRADEMARK APPLICATIONS

See Part II of Exhibit A attached hereto and incorporated herein by reference.

Secured Party's security interest in the described trademark and trademark applications can be terminated only in accordance with the terms of the Security Agreement.

Very truly yours,

GOURMET REGENCY COFFEE COMPANY

By: *RMB*
Its: *CFO*

Dated: March 29, 2001

Subscribed and sworn to before me
this 29th day of March, 2001.

Jeremiah J. Kearney
Notary Public

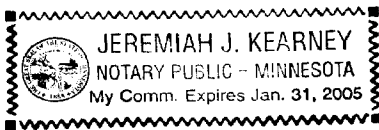


EXHIBIT A

TRADEMARKS AND TRADEMARK APPLICATIONS

PART I. TRADEMARKS

<u>REGISTRATION NUMBER</u>	<u>DESCRIPTION</u>	<u>REGISTRATION DATE</u>
1975675	"Gourmet Regency Coffee"	May 28, 1996
1980390	"Gourmet Regency Coffee"	June 18, 1996
1587003	"Gold Roast"	March 14, 1990
1363624	"Cameron's"	October 1, 1985
1363625	"Cameron"	October 1, 1985
1726030	"Gold Roast"	October 20, 1992
1256317	"Gold Roast"	November 1, 1983

PART II. TRADEMARK APPLICATIONS

<u>SERIAL NUMBER</u>	<u>DESCRIPTION</u>	<u>APPLICATION DATE</u>

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