U.S. Department of Comm FORM PTO-1618A 11-08-2001 ent and Traden Expires 06/30/99 TRADEMARK OMB 0651-0027 NOV 0 5 2001 101894606 RECORDATION FORM COVER SHEET TRADEMARKS ONLY TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(les) Submission Type Conveyance Type New **Assignment** License Resubmission (Non-Recordation Security Agreement **Nunc Pro Tunc Assignment** Document ID # **Effective Date** Month Day Year Merger **Correction of PTO Error** Reel # Frame # Change of Name **Corrective Document** Reel# Frame # Other Release **Conveying Party** Mark if additional names of conveying parties attached **Execution Date** Month Day Year The Chase Manhattan Bank July 27 2001 Formerly Individual General Partnership Limited Partnership X Corporation **Association** Other Citizenship/State of Incorporation/Organization New York Receiving Party Mark if additional names of receiving parties attached Burns Philp Food, Inc. Name DBA/AKA/TA Composed of 230 Larkin Williams Industrial Court Address (line 1) Address (line 2) Zip Code Address (line 3) Fenton State/Country If document to be recorded is an City **Limited Partnership** assignment and the receiving party is General Partnership Individual not domiciled in the United States, an appointment of a domestic **Association** representative should be attached. Corporation Х (Designation must be a separate document from Assignment.) Other California Citizenship/State of Incorporațion/Organization FOR OFFICE USE ONLY 00000043 1069413 11/07/2001 DBYRNE 40.00 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. 20503. See OMB D.C. 20213 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (9551-9027), Washington, D.C. 20503. See OMB patents of the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (9551-9027). Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS 01 FC:481 02 FC: 482 out the Control of th Mail documents to be recorded with required cover sheet(s) information to: Commissioner of Patents and Trademarks, Box Assignments , Washington, D.C. 20231 ADDRESS.

FORM PTO-1 Expires 06/30/99 OMB 0651-0027	Page 2	U.S. Department of Commerce Patent and Trademark Office TRADEMARK			
Domestic R	Representative Name and Address Enter for the first Receiving	Party only.			
Name [
Address (line 1)					
Address (line 2)					
Address (line 3)					
Address (line 4)					
Correspond	dent Name and Address Area Code and Telephone Number				
Name	Rupal Shah Palanki c/o Bingham Dana, LLP				
Address (line 1)	One State Street				
Address (line 2)	Hartford, CT 06103				
Address (line 3)					
Address (line 4)					
Pages	Enter the total number of pages of the attached conveyance document including any attachments.	# 12			
Enter either the	Application Number(s) or Registration Number(s) Mark in the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH number demark Application Number(s) Registration Number (1069413 1763107 176310				
	Properties 5 to the total number of properties involved. # 6	1			
Number of Properties Enter the total number of properties interest.					
Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$ 1,540.00 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. November 2, 2001					
Willi	iam E. Kelly Signature	Date Signed			
Name	ne of Person Signing Signature				

FORM PTO-1618C RECORDATION FORM CONTINUAL NOV 0 5 2001 TRADEMARKS	TION	Patent an	riment of Commerce Il Trademark Office ADEMARK
Conveying Party Enter Additional Conveying RADEMARK Ma	rk if additional names of conv	reying parties attached	Execution Date Month Day Year
Name The Chase Manhattan Bank			July 27 2001
Formerly			
Individual General Partnership Limited	Partnership X Cor	poration	Association
Other			
Citizenship State of Incorporation/Organization	New York		
Receiving Party Enter Additional Receiving Party Mark if ac	dditional names of receiving p	parties attached	
Name Burns Philp Food Inc.			
DBA/AKA/TA			
Composed of			
Address (line 1) 230 Larkin Williams Industrial Court			
Address (line 2) Address (line 3) Fenton		6302	
Individual General Partnership Limit X Corporation Association	state/Country ted Partnership	If document to be assignment and the not domiciled in the appointment of a representative should be a supposed to the appointment of a representative should be a supposed to the appointment of the appointment of the assignment o	e receiving party is e United States, an domestic uld be attached be a separate
Citizenship/State of Incorporation/Organization	California		
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Trademark Application Number(s)	l Regi	stration Number(
	1967473	1332469	
	0880548	1130960	1204497
	1180385	1177514	1174405
	1187912	1067946	0866908
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	1870723	1840049	2002946
	1903702	1840710	1240512

FORM PTO-1618C Expires 06/30/99 OMB 0651-0027 NOV 0 5 2001 FRADEMARKS	TION U.S. Department of Commerce Patent and Trademark Office
Enter Additional Conveying Tarty	rk if additional names of conveying parties attached Execution Date Month Day Year
Name The Chase Manhattan Bank	month bay real
Formerly	
Individual General Partnership Limited	Partnership X Corporation Association
Other	
Citizenship State of Incorporation/Organization	
Receiving Party Enter Additional Receiving Party Mark if ad	dditional names of receiving parties attached
Name Burns Philp Food Inc.	
DBA/AKA/TA	
Composed of	
Address (line 1) 230 Larkin Williams Industrial Court	
Address (line 2)	
Address (line 3) Fenton MC	O 63026 State/Country Zip Code
Individual General Partnership Limite	led Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an
X Corporation Association	appointment of a domestic representative should be attached
Other	(Designation must be a separate document from the Assignment.)
Citizenship/State of Incorporation/Organization	
Trademark Application Number(s) or Registrati	Mark if additional numbers attached Mark if additional numbers attached
Enter either the Trademark Application Number or the Registration N	Registration Number(s)
Trademark Application Number(s)	2255790 1763107 0737569
	1869818 1393455 1955709
	2195952 0708818 75/874192
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FORM PTO-1618C Expires 06/30/99 OMB 0651-0027 FORM PTO-1618C NOV 0 5 2001 TRADEMARKS	1ON U.S. Department of Commerce Patent and Trademark Office			
Conveying Party Mark if additional names of conveying parties attached Execution Date Month Day Year				
Name The Chase Manhattan Bank				
Formerly				
Individual General Partnership Limited P	artnership X Corporation Association			
Other				
Citizenship State of Incorporation/Organization				
Receiving Party Enter Additional Receiving Party Mark if add	litional names of receiving parties attached			
Name Burns Philp Food Inc.				
DBA/AKA/TA				
Composed of				
Address (line 1) 230 Larkin Williams Industrial Court				
Address (line 2)				
Address (line 3) Fenton MO	63026 State/Country Zip Code			
	d Partnership If document to be recorded is an assignment and the receiving party is			
X Corporation Association	not domiciled in the United States, an appointment of a domestic representative should be attached			
Other	(Designation must be a separate document from the Assignment.)			
Citizenship/State of Incorporation/Organization				
Turbunals Application Number(s) or Registration	On Number(s) X Mark if additional numbers attached			
Enter either the Trademark Application Number or the Registration No	Registration Number(s)			
Trademark Application Number(s)	1249965 0726075 2181613			
	1999089 2116247 1058646			
	0828851 1124382 0864318			
	0615403 0206585 0675651			
	0781485 1192586 2113209			
	1196058 1615751 1615945			
	0765595 0574147 1846883			



TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS

Burns Philp Food Inc.

WHEREAS, BPFI and the Security Trustee entered into a Trademark Security Agreement dated as of July 28, 1998 (the "Trademark Agreement"), which Trademark Agreement was recorded with the United States Patent and Trademark Office on August 19, 1998 at Reel 1784, Frame 0001, for the purpose of securing the obligations of BPFI to the Security Trustee;

WHEREAS, pursuant to the Trademark Agreement, BPFI granted to the Security Trustee a continuing security interest in and first priority lien on all the Trademarks (as defined in the Trademark Agreement), and pledged, mortgaged and hypothecated (but did not transfer title to) the Trademarks to the Security Trustee;

WHEREAS, BPFI has transferred to Tone Brothers, Inc. its right, title and interest in the trademarks listed on <u>Exhibit A</u> and <u>Exhibit B</u> hereto (the "Additional Trademarks"); and

WHEREAS, Tone Brothers, Inc. has agreed to grant the Security Trustee a continuing security interest in and first priority lien on all the Additional Trademarks, and, in consideration thereof, the Security Trustee has agreed to terminate and release the security interest granted to it by BPFI in the Additional Trademarks as herein provided.

NOW, THEREFORE, for valuable consideration and pursuant to the terms and conditions set forth in the Trademark Agreement:

The Security Trustee hereby terminates and releases the security interest granted to it by BPFI on all of the Additional Trademarks, and the Security Trustee hereby assigns and transfers to BPFI, without recourse, all of the right, title and interest granted to it by BPFI in the Additional Trademarks, effective as of the date set forth above.

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TRADEMARK

REEL: 002386 FRAME: 0654

IN WITNESS WHEREOF, the undersigned parties have executed this instrument as of the date first above mentioned.

	THE CHASE MANHATTAN BANK, as Co-Trustee
	Name: Dido Perkins T. Title: VICE FRESIDENT.
Accepted:	
BURNS PHILP FOOD INC.	
By: Name: Accent House Title: CFO/Treasever	
CERTIFICATE OF ACK	NOWLEDGMENT
STATE OF)	
COUNTY OF	
this day of, 2001, personally known personally, and who, being by me duly of The Chase Manhattan signed and sealed on behalf of said corporatio and said officer acknowledged said instrume corporation.	Bank, and that said instrument was
205 Coord	& Public Notary ge Street NSW 2000
[Signature page to Termination and Relea	se of Security Interest in Trademarks]
CTDOCS:1388989.2	
	TRADEMARK

REEL: 002386 FRAME: 0655

CERTIFICATE OF ACKNOWLEDGMENT

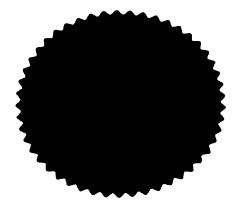
STATE OF	New Josth	<u>h</u> ete
COUNTY OF	Austral, L)

Before me, the undersigned, a Notary Public in and for the county aforesaid, on this 28+day of 3001, personally appeared Aller Hoals to me known personally, and who, being by me duly sworn, deposes and says that s/he is a CFO/TION SERENT OF Burns Philp Food Inc., and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and said officer acknowledged said instrument to be the free act and deed of said corporation.

Notary Public

My Commission Expires: 30 June 2002

Michael Jon Greig Notary Public



[Signature page to Termination and Release of Security Interest in Trademarks]

CTDOCS:1388989.2

Exhibit A

UNITED STATES TRADEMARKS				
United States	Trademark or			
Registration No.	Service Mark			
1069413	Durkee			
1763107	Spice Islands & Leaf Border			
737569	Spice Islands (Stylized)			
0409189	Beau Monde			
1973523	Beef Easy			
0994041	Bottle Design			
0815070	Broil'N Grill			
2233733	Buffalo Wings & Design			
1180397	Cake & Icing Magic			
1967473	Chicken Easy			
1332469	Choc-O-Trims			
1204207	Color-A-Cake			
0880548	D (Stylized)			
1130960	Dec-A-Cake			
1204497	Dec-A-Party			
180385 Durkee				
1177514 Durkee				
1174405 Durkee				
1187912	Durkee			
1067946	Durkee			
0866908	Durkee (Stylized)			
1848309	Durkee (Stylized)			
1828874	Durkee Buffalo Wings & Design Durkee California Style Blends &			
1828874 Durkee California Style Bler				
	Design			

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1870723	Durkee Chicken Easy
1840049	Durkee Grill Creations & Design
2002946	Durkee Quality Since 1850 & Design
1903702	Durkee Salad Sensations
1840710	Durkee Salad Sensations & Design
1240512	Durkee Texas Red Chili
1249965	Famous Sauce
0726075	Finest Flavors From Around The
	World
2181613	Flavor'n-Bag
1999089	Good Harvest
2116247	Grill Creations
1058646	Laureleaf
0828851	Laureleaf Design
1124382	Lite-A-Cake
0864318	LPM
0615403	Mei Yen (Stylized)
0206585	Old Hickory (Stylized)
0675651	Old Hickory Smoked Salt
0781485	Palm Tree Design
1192586	Pantry Fresh
1196058	Snowcrest
1615751	Spice Islands
1615945	Spice Islands
1621502	Spice Islands
1623939	Spice Islands
0765595	Spice Islands
0574147	Spice Islands
1846883	Spice Islands
2255790	Spice Islands
1763107	Spice Islands & Leaf Border
0737569	Spice Islands (stylized)
1869818	Spice Islands Pasta Gourmet
1393455	Spice Kitchens
1955709	Taste Guard
2195952	Trader's Choice
0708818	Write-a-Cake World Flavors
75/874192	Spice Islands World Flavors
75/874850	World Flavors

Exhibit B

REGISTERED OWNER	MARK	COUNTRY	REGISTRATION NUMBER
Burns Philp Food Inc.	Spice Islands	Argentina	1549182
Burns Philp Food Inc.	Durkee	Australia	A601510
Burns Philp Food Inc.	Durkee	Australia	A601509
Burns Philp Food Inc.	Durkee	Australia	A601015
Burns Philp Food Inc.	Durkee Grill Creations & Des.	Australia	623882
Burns Philp Food Inc.	Durkee Salad Sensations	Australia	623883
Burns Philp Food Inc.	Durkee Salad Sensations	Australia	623884
Burns Philp Food Inc.	Good Harvest	Australia	553301
Burns Philp Food Inc.	Good Harvest	Australia	653302
Burns Philp Food Inc.	Spice Islands (Series)	Australia	630245
Burns Philp Food Inc.	Spice Islands (Series)	Australia	630246
Burns Philp Food Inc.	Spice Islands & Filigree Des.	Australia	285185
Burns Philp Food Inc.	Spice Islands & Filigree Des.	Austria	53681
Burns Philp Food Inc.	Durkee's	Benelux	54013
Burns Philp Food Inc.	Spice Islands & Filigree Des.	Benelux	33379
D Dhilm Food Inc	Spice Islands	Bolivia	C32798
Burns Philp Food Inc. Burns Philp Food Inc.	Spice Islands	Bolivia	C32799
- D. I. D. L.I.	Develop	Brazil	002970880
Burns Philp Food Inc.	Durkee Durkee	Brazil	817765514
Burns Philp Food Inc. Burns Philp Food Inc.	Islands	Brazil	006543480

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Burns Philp Food Inc.	Beau Monde	Canada	331,051
Burns Philp Food Inc.	Care Cubes	Canada	340,971
Burns Philp Food Inc.	Dec-a-Cake	Canada	276,711
Burns Philp Food Inc.	Durkee	Canada	226,367
Burns Philp Food Inc	Durkee (Stylized)	Canada	491,235
Burns Philp Food Inc.	Durkee Chicken	Canada	478,886
	Easy		
Burns Philp Food Inc.	Durkee's	Canada	33,569
Burns Philp Food Inc.	Grill Creation	Canada	458,346
Burns Philp Food Inc.	Lite-a-Cake	Canada	276,712
Burns Philp Food Inc.	Spice Islands	Canada	106,118
Burns Philp Food Inc.	Write-a-Cake	Canada	276,713
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Burns Philp Food Inc.	Dec-a-Cake	Chile	482497
Burns Philp Food Inc.	Durkee	Chile	535812
Burns Philp Food Inc	Spice Islands	Chile	470158
Burns Philp Food Inc.	Spice Islands	Chile	474887
Burns Philp Food Inc.	Viada	Chile	477790
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Burns Philp Food Inc.	Durkee	China	1141343
Burns Philp Food Inc.	Spice Islands	China	1129134
•	Pasta Gourmet		
Burns Philp Food Inc.	Durkee	Colombia	186423
Burns Philp Food Inc.	Dec-a-Cake	Costa Rica	102691
Burns Philp Food Inc.	Durkee	Costa Rica	116279
Burns Philp Food Inc.	Spice Islands	Costa Rica	18809
Burns Philp Food Inc.	Durkee	Cuba	103394
Burns Philp Food Inc.	Spice Islands	Cuba	97293
During 1 mip 1 oou 2200			
Burns Philp Food Inc.	Durkee	Cyprus	16969
Burns Philp Food Inc.	Durkee	Cyprus	42593
Burns Philp Food Inc.	Spice Islands &	Cyprus	42595
Duriis I mip rood me.	Leaf Border		
Burns Philp Food Inc.	Spice Islands	Cyprus	42594
Duriis i mip rood me.	Pasta Gourmet		
D Phile Food Inc	Spice Islands	Denmark	01931/1954
Burns Philp Food Inc.	DP100 101411		

Burns Philp Food Inc.	Durkee	Ecuador	3137-94
Burns Philp Food Inc.	Good Harvest	Ecuador	5071-97
Burns Philp Food Inc.	Good Harvest	Ecuador	5070-97
Burns Philp Food Inc.	Spice Islands	Ecuador	5069-97
	Pasta Gourmet		
Burns Philp Food Inc.	Spice Islands	Ecuador	2341-98
	Quick Meal		
Burns Philp Food Inc.	Spice Islands	Ecuador	560-74
Burns Philp Food Inc.	Trader's Choice	Ecuador	5068-97
Burns Philp Food Inc.	Durkee's	El Salvador	13986
Burns Philp Food Inc.	Durkee	European	00420117
		Community	
		Trademark	
Burns Philp Food Inc.	Spice Islands	European	00420315
		Community	
		Trademark	
Specialty Brands, Inc.	Spice Islands &	Finland	36650
	Filigree/Palm		
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Burns Philp Food Inc.	Durkee's	France	1632804
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Burns Philp Food Inc.	Durkee's	Germany	822030
Burns Philp Food Inc.	Spice Islands &	Germany	2077621
_	Leaf Borders		755770
Specialty Brands, Inc.	Spice Islands	Germany	755776
	Company & Des.		39547252
Burns Philp Food Inc.	Spice Islands	Germany	39547252
	Pasta Gourmet		
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Burns Philp Food Inc.	Durkee	Greece	124994
Burns Philp Food Inc.	Spice Islands &	Greece	124334
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Burns Philp Food Inc.	Spice Islands	Greece	124002
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Burns Philp Food Inc.	Spice Islands	Greece	124001
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Burns Philp Food Inc.	Spice Islands &	Greece	104414
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Burns Philp Food Inc.	Durkee	Guatemala	15719/453
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Burns Philp Food Inc.	Durkee's	Honduras	48809
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Burns Philp Food Inc.	Durkee	Hong Kong	8410/1998
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Burns Philp Food Inc.	Spice Islands	Hong Kong	B6848/97
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Burns Philp Food Inc.	Durkee	Indonesia	387878
Burns Philp Food Inc.	Durkee	Indonesia	387777
Burns Philp Food Inc.	Spice Islands &	Indonesia	387890
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Burns Philp Food Inc.	Spice Islands	Indonesia	387887
Burns Philp Food Inc.	Spice Islands	Indonesia	387888
Burns Philp Food Inc.	Spice Islands &	Ireland,	150157
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Burns Philp Food Inc.	Spice Islands &	Israel	97792
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Burns Philp Food Inc.	Spice Islands	Israel	97771
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Burns Philp Food Inc.	Spice Islands	Israel	37432
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Burns Philp Food Inc.	Durkee	Italy	480671
Burns Philp Food Inc.	Durkee's	Italy	698013
Specialty Brands, Inc.	Spice Islands &	Italy	487283
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Burns Philp Food Inc.	Spice Islands	Jamaica	29/1514
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Burns Philp Food Inc.	Durkee	Japan	7-129998
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Burns Philp Food Inc.	Spice Islands	Japan	11-008906
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Dec-A-Cake	Korea	1999-26864
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Durkee	Kuwait	27192
Durkee	Macau	7350-M
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Durkee	Macau	1040-111
Durkee	Malta	12715
Durkee	Mexico	475708
Durkee	Mexico	475707
Durkee Chicken	Mexico	477933
Easy		
Spice Islands &	Mexico	94040
		170110
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Spice Islands	Mexico	487269
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	New Zealand	80926
Company & Palms		
Vita Crunch	New Zealand	B106669
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	Leaf Border		
Burns Philp Food Inc.	Durkee	Panama	29761
Burns Philp Food Inc.	Durkee	Panama	30023
Burns Philp Food Inc.	Spice Islands	Panama	74059
Burns Philp Food Inc.	Spice Islands	Panama	72772
Burns Philp Food Inc.	Spice Islands	Paraguay	197670
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Burns Philp Food Inc.	Durkee	Peru	51928
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Burns Philp Food Inc.	Durkee	Portugal	191720
Burns Philp Food Inc.	Durkee	Portugal	191719
Burns Philp Food Inc.	Durkee	Portugal	191721
Burns Philp Food Inc.	Spice Islands &	Portugal	306575
1	Leaf Border		
Burns Philp Food Inc.	Spice Islands	Saudi Arabia	324/16
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Burns Philp Food Inc.	Durkee	Singapore	T94/05127Z
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Burns Philp Food Inc.	Spice Islands	Singapore	S/B82229
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Burns Philp Food Inc.	Spice Island	United	1044786
		Kingdom	
Burns Philp Food Inc.	Spice Island	United	2050202
		Kingdom	
Burns Philp Food Inc.	Spice Islands &	United	B1137180
	Filigree Des.	Kingdom	
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Burns Philp Food Inc.	Durkee	Venezuela	51928
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		177	F1000
Burns Philp Food Inc.	Durkee	Venezuela	51928
Burns Philp Food Inc.	Durkee	Venezuela	2718-94
Burns Philp Food Inc.	Durkee	Venezuela	2719-94
Burns Philp Food Inc.	Durkee's	Venezuela	36017-F
Burns Philp Food Inc.	Spice Islands	Venezuela	45136-F

RECORDED: 11/05/2001