



To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

4-11-02

1. Name of conveying party(ies):
Coffee Bean International, Inc.
2181 NW Nicolai
Portland, Oregon 97210 **4-11-02**

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State: OR
 Other

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
Name: LaSalle Business Credit, Inc

Internal Address:

Street Address: 135 South LaSalle Street, Suite 425

City: Chicago State: IL ZIP: 60603

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State IL
 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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: March 26, 2002

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

A. Trademark Application No.(s)
See Schedule A to Trademark Assignment of Security

B. Trademark Registration No.(s)

Additional numbers attached Yes No

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

**RETURN TO:
FEDERAL RESEARCH CORP
400 SEVENTH STREET NW
SUITE 101
WASHINGTON DC 20004**

6. Total number of applications and registrations involved: **19**

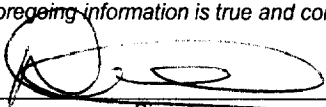
7. Total Fee (37 CFR 3.41) \$
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

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.

Derek Lively  April 5, 2002
Name of Person Signing Signature Date

Total number of pages including coversheet, attachments and document:

04/12/2002 6TON11

00000022 2155075

Mail documents to be recorded with required coversheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, DC 20231

01 FC:481
02 FC:482

40.00 OP
450.00 OP

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated March 26, 2002, by and between Horizon Food Group, Inc. and LaSalle Business Credit, Inc., as Agent.

<u>REGISTRATION OR APPLICATION NO.</u>	<u>REGISTRATION OR FILING DATE</u>	<u>MARK</u>
2,155,875	5/5/1998	Blender Latte
2,153,235	4/12/1998	Blender Mocha
1,946,122	1/2/1996	Blue Parrot
74/538,332	6/16/1994	Blue Parrot
76/296597	8/6/2001	Blue Parrot
1,444,324	6/23/1987	Café Tierra
1,140,486	10/14/1980	Country Spice
1,823,030	2/22/1994	Espresso Barista
74/564/285	8/22/94	Espresso Barista
75/335,694	7/28/97	Fruitea
1,967,411	4/9/1996	Golden Pecan
1,481,764	3/22/1988	Golden Pecan
1,713,079	9/8/1992	Jericho
1,860,488	10/25/1994	Panache
1,943,254	12/19/1995	Panache
1,393,939	5/20/1986	Spin Espresso
2,122,223	12/16/1997	Sunday Best
1,991,997	8/6/1996	Sunday Best
1,905,109	7/11/1995	Xanadu

TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, COFFEE BEAN INTERNATIONAL, INC., a corporation formed under the laws of Oregon, located at 2181 NW Nicolai, Portland, Oregon 97210 ("Grantor"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Grantor and various other credit parties (collectively, "Borrowers") are obligated to LaSalle Business Credit, Inc. ("LaSalle") and various other financial institutions (collectively, "Lenders") and LaSalle as agent for Lenders ("Agent") pursuant to (i) a certain Loan and Security Agreement, dated the date hereof, among Agent, Lenders and Borrowers and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof, made by Grantor in favor of Agent (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, Grantor is granting to Agent for its benefit and for the ratable benefit of Lenders a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Grantor does hereby assign unto Agent for its benefit and for the ratable benefit of Lenders and grant to Agent for its benefit and for the ratable benefit of Lenders a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

Grantor expressly acknowledges and affirms that the rights and remedies of Agent and Lenders with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: New York, New York
March 26, 2002

Witness:

Martha C. Parrott

Witness:

[Signature]

COFFEE BEAN INTERNATIONAL, INC.

By: [Signature]
Name: James M. Shonin
Title: Co-Chief Administrative Officer

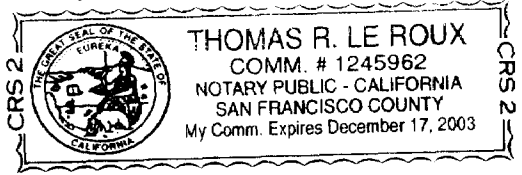
LASALLE BUSINESS CREDIT, INC, as Agent

By: [Signature]
Name: Anthony J. Veith
Title: Senior Vice President

California
STATE OF ~~NEW YORK~~)
San Francisco : ss.:
COUNTY OF ~~NEW YORK~~)

3rd March
On this ~~26th~~ day of ~~March~~, 2002, before me personally came *James M. Shurin* to me known, who, being by me duly sworn, did depose and say that he is the *Co. Chief Executive Officer* of Coffee Bean International, Inc., the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by order of the board of directors of said corporation.

Thomas R. Le Roux
Notary Public



STATE OF NEW YORK)
: ss.:
COUNTY OF NEW YORK)

Apr. 1
On this 5 day of ~~March~~, 2002, before me personally came *Anthony J. Vitell*, to me known, who, being by me duly sworn, did depose and say that he is the *Senior Vice President* of LaSalle Business Credit, Inc., the company described in and which executed the foregoing instrument; and that he was authorized to sign his name thereto on behalf of said company.

Loukia Harris
Notary Public

LOUKIA HARRIS
Notary Public, State of New York
No. 01HA4995575
Qualified in Nassau County
Commission Expires April 27, 2002