

09-17-2002



RECORD 102223322  
**TRADEMARKS ONLY**

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

**Submission Type**

New 9.12.02

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

Merger Effective Date  
Month Day Year  
08/29/02

Change of Name

Other

**Conveying Party**

Mark if additional names of conveying parties attached

Name  Execution Date  
Month Day Year  
08/29/02

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

FOR OFFICE USE ONLY

01 FC:401  
02 FC:402

40.00 OP  
250.00 OP

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

**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)**

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)**

**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

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.

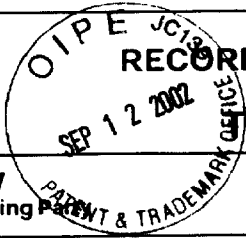
DeAnne H. Ozaki

9/11/02

Name of Person Signing

Signature

Date Signed



# RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

### 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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### 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)

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TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS

This Termination and Release of Security Interest in Trademarks (this "Termination") is made and entered into as of the 29th day of August, 2002, by WESTERN FINANCIAL BANK, a federally chartered savings bank ("WFB").

RECITALS

A. Pursuant to the Commercial Security Agreement (the "Security Agreement") dated as of December 12, 2000, between WFB and Fresh Enterprises, Inc., a California corporation ("Fresh"), Fresh granted to WFB a security interest in all Collateral (as defined in the Security Agreement), including the trademarks and trademark registrations listed in Exhibit A attached hereto.

B. WFB recorded the Security Agreement with the United States Patent and Trademark Office.

C. WFB desires to terminate and release its security interest in the Collateral.

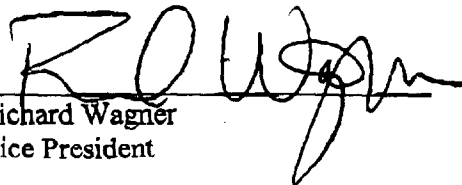
NOW, THEREFORE, in exchange for good and valuable consideration, the receipt of which is hereby acknowledged, WFB hereby agrees as follows:

1. WFB's security interest in the Collateral (including the trademarks and trademark registrations listed in Exhibit A hereto) is hereby terminated and released.

2. WFB does not make any warranty or representation with respect to, nor shall it incur any liability with respect to, the value, condition, fitness, merchantability, sufficiency, collectibility, legality, validity or genuineness of any of aforesaid security interests, pledges, liens, financing statements or other security or the Collateral encumbered thereby.

IN WITNESS WHEREOF, WFB has duly executed this Termination as of the day and year first above written.

WESTERN FINANCIAL BANK

By:   
Richard Wagner  
Vice President

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EXHIBIT "A"  
TERMINATION AND RELEASE OF SECURITY  
INTERESTS IN TRADEMARKS

Debtor/Grantor: Fresh Enterprises, Inc., Baja Fresh Westlake Village, Inc. dba Baja Fresh Mexican Grill and Trime Corporation.

Secured Party: Western Financial Bank

Trademark or Service Mark	Serial No.	Registration No.	Filing Date	Registration Date
It's About Flavor...It's About Fresh...It's About Time	75844358	2401977	11/09/99	11/07/00
Baja Fresh Express	75385352	2352381	11/05/97	5/23/00
A Taste So Fresh It's In Our Name	75397046	2344004	11/28/97	4/18/00
Baja Fresh	75415513	2301436	1/08/98	12/21/99
No Microwaves, No Can Openers, No Freezers, No Lard, No M.S.G.	75422039	2240563	1/23/98	4/20/99
Burritos Dos Manos	75054178	2108266	2/06/96	10/28/97
Enchilido	75054197	2074654	2/06/96	6/24/97
Burrito Ultimo	75088838	2161073	4/16/96	5/26/98
Baja Enselada	75088839	2106453	4/16/96	10/21/97
Baja Fresh Food Cannot Be Made At Microwave Speed	74183283	1746589	7/08/91	1/12/93
Baja Fresh	74183164	1716822	7/08/91	9/15/92