

03-07-2003

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FORM PTO-1594



ET

U.S. DEPARTMENT OF COMMERCE

(Rev. 03/01)

102383994

Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks, please return the attached original document or certified copy thereof.

1. Name of conveying Party(ies):  
**Coöperatieve Centrale Raiffeisen-Boerenleenbank B.A. trading as Rabobank International, London Branch, as Security Agent**

Individual       Association  
 General Partnership       Limited Partnership  
 Corporation- State - \_\_\_\_\_  
 Other banking association

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

2. Name and Address of receiving Party(ies):  
Name: Tetley USA Inc.

Internal Address: \_\_\_\_\_

Street Address: 100 Commerce Drive

City: Shelton      State CT      Zip Code 06484-6204

Individual(s) Citizenship  
 Association  
 General Partnership  
 Limited Partnership  
 Corporation-State Delaware  
 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 Termination and Release of Security Interest in Trademarks

Execution Date: February 28, 2003

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s)  
75430824; 75842383

B. Trademark Registration No.(s)  
1708492; 1550374; 1321062; 1687286; 2018661; 1948668; 2319888; 2232363; 0171164; 2238879; 2260013; 1335790; 1112832; 0404408; 2090039; 2073696; 1259571; 1806303; 1743419; 1816518

Additional sheet attached?       Yes       No

5. Name and address of party to whom correspondence concerning this matter should be mailed:  
  
**Marie A. Lavalleye, Esq.  
Covington & Burling  
1201 Pennsylvania Avenue, N.W.  
Washington, D.C. 20004**

6. Total number of applications and registrations involved:     

7. Total fee (37 CFR 3.41).....\$ 565.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit Account No.: 033412

Attorney Docket No. 026625.00102  
03/07/2003 TB1R21 00000130 033412 75430824

DO NOT USE THIS SPACE

01 FC:4521 40.00 CH  
02 FC:4522 625.00 CH  
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.

M. Lavalleye  
Signature

3-6-03  
Date

Name of Person Signing  
Marie A. Lavalleye  
Attorney for Security Agent

Total number of pages including cover sheet, attachments, and document:

**TERMINATION AND RELEASE  
OF SECURITY INTEREST IN TRADEMARKS**

This Termination and Release of Security Interest in Trademarks is granted as of this 28th day of February, 2003, by COÖPERATIEVE CENTRALE RAIFFEISEN-BOERENLEENBANK B.A. trading as RABOBANK INTERNATIONAL, LONDON BRANCH, having a principal address at One Queenhithe, Thames Court, London, England EC4V 3RL ("Rabobank"), as agent and trustee ("Security Agent") for, and for the benefit of, itself and each of the Lenders, the Secured Loan Stock Creditor and the Vendor Creditors as those terms are defined in the Debenture (collectively, the "Secured Finance Parties") in favor of TETLEY USA INC. (formerly known as Tetley, Inc.), a Delaware corporation, having a principal address at 100 Commerce Drive, Shelton, Connecticut ("Tetley"). All capitalized terms not defined herein shall have the meaning set forth in the Secured Finance Documents (as defined in the Debenture dated as of March 10, 2000 between Tata Tea (GB) Limited and Rabobank, as Security Agent ("Debenture")).

WHEREAS, pursuant to a certain Collateral Assignment of Trademarks dated March 10, 2000 ("Collateral Assignment"), Tetley granted Rabobank, as Security Agent for the Secured Finance Parties, a security interest in the Collateral (as defined in the Collateral Assignment), including the trademark registrations and applications listed on Schedule A attached hereto, and recorded such security interest in the Collateral with the United States Patent and Trademark Office on April 19, 2000 at Reel 002066, Frame 0925;

WHEREAS, Tetley granted Rabobank, as Security Agent for the Secured Finance Parties, such security interest in the Collateral under a Security Agreement dated as of March 10, 2000, among Tetley, Tetley US Holdings, Inc. and Rabobank, as Security Agent for the Secured Finance Parties, ("Security Agreement") to secure the full payment when due of the Secured Liabilities (as defined in the Security Agreement) of the Secured Finance Parties;

WHEREAS, as the Secured Liabilities have been paid in full in a timely manner, the Parties are desirous of recording this instrument to confirm and evidence termination and release of the security interests of Rabobank, as Security Agent for the Secured Finance Parties, in the Collateral.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which the parties hereby acknowledge, Rabobank, as Security Agent for the Secured Finance Parties, hereby (1) terminates, releases, discharges, and relinquishes all security interests in, to and under the Collateral, and (2) re-assigns to Tetley all right, title and interest in, to and under the Collateral granted to Rabobank, as the Security Agent for the Secured Finance Parties, under the Collateral Assignment, including the goodwill of the business symbolized by the Marks and Future Marks (each as defined in the Collateral Assignment) and the right to sue for past, present and future infringement of the Marks and Future Marks.

[SIGNATURE ON NEXT PAGE]


COÖPERATIEVE CENTRALE RAIFFEISEN-  
BOERENLEENBANK B.A. trading as  
RABOBANK INTERNATIONAL, LONDON  
BRANCH

By: NRM  
Name: NEIL READ  
Title: DIRECTOR


Chris  
Bevend du Pon  
md



**SCHEDULE A**

**I. United States Trademark Applications and Registrations**

Mark	Owner	Status	Goods / services	Serial no. Date filed	Reg. No. Date Registered
"AHHHHH, TETLEY."	TETLEY USA INC. (DE CORP.)	Registered	Class 30: tea	74-195214 Aug 16, 1991	1708492 Aug 18, 1992
BREW-MAGIC	TETLEY USA INC. (DE CORP.)	Registered	Class 30: tea, instant tea, and tea bags	73-729987 May 23, 1988	1550374 Aug 1, 1989
BREWS FAST	TETLEY INC. <sup>1</sup> (DE CORP.)	Registered	Class 30: tea	73-454098 Nov 23, 1983	1321062 Feb 19, 1985
	TETLEY USA INC. (DE CORP.)	Pending	Class 30: tea	75-842383 Nov 6, 1999	
FLAVOR ALL AROUND	TETLEY USA INC. (DE CORP.)	Registered	Class 30: tea	74-116493 Nov 19, 1990	1687286 May 12, 1992
FLAVORS SO SPECIAL, YOU WON'T WANT TO WASTE A DROP	TETLEY USA INC. (DE CORP.)	Allowed - 2 <sup>nd</sup> extension of time granted	Class 30: tea	75-430824 Feb 9, 1998	

<sup>1</sup> Name change not recorded with Patent and Trademark Office, but name change referred to in Amendment to Security Interest, which was recorded.

Mark	Owner	Status	Goods / services	Serial no. Date filed	Reg. No. Date Registered
	TETLEY USA INC. (DE CORP.)	Registered	Class 32: frozen slush-type soft drinks	74-595310 Nov 4, 1994	2018661 Nov 26, 1996
ICED GOLD	TETLEY USA INC. (DE CORP.)	Registered	Class 30: ready to drink tea	74-615267 Dec 27, 1994	1948668 Jan 16, 1996
JADE'S LEAF	TETLEY USA INC. (DE CORP.)	Registered	Class 30: teas	75-557981 Sep 23, 1998	2319888 Feb 15, 2000
JOSEPH TETLEY	TETLEY USA INC. (DE CORP.)	Registered	Class 30: teas	75-478988 May 4, 1998	2232363 Mar 16, 1999
NATIONAL CUP	TETLEY USA INC. (DE CORP.)	Renewed	Class 30: coffee and tea	71-176672 Feb 27, 1923	171164 Jul 31, 1923
NO DRIP NO MESS	TETLEY USA INC. (DE CORP.)	Registered	Class 30: tea	75-452646 Mar 18, 1998	2238879 Apr 13, 1999
PEACE OF MIND, ONE SIP AT A TIME	TETLEY USA INC. (DE CORP.)	Registered	Class 30: tea	75-427711 Feb 2, 1998	2260013 Jul 6, 1999
PRIVATE ESTATE	TETLEY USA INC. (DE CORP.)	Registered	Class 30: teas	73-508891 Nov 15, 1984	1335790 May 14, 1985

Mark	Owner	Status	Goods / services	Serial no. Date filed	Reg. No. Date Registered
TEARIFFIC	TETLEY USA INC. (DE CORP.)	Registered	Class 30: mix for making a fruit-flavored tea drink	73-113021 Jan 28, 1977	1112832 Feb 6, 1979
TETLEY	TETLEY USA INC. <sup>2</sup> (DE CORP.)	Renewed	Class 30: tea	71-461471 Jun 17, 1943	404408 Nov 23, 1943
	TETLEY USA INC. (DE CORP.)	Registered	Class 30: tea	74-275360 May 14, 1992	1743419 Dec 29, 1992
TETLEY SPLASH!	TETLEY USA INC. (DE CORP.)	Registered	Class 30: teas	75-059888 Feb 20, 1996	2090039 Aug 19, 1997
THE ORIGINAL ROUND TEA BAG	TETLEY USA INC. (DE CORP.)	Registered	Class 30: tea	74-347455 Jan 11, 1993	1816518 Jan 11, 1994
THE TINY LITTLE TEA LEAF TEA	TETLEY USA INC. (DE CORP.)	Registered	Class 30: tea	75-109672 May 24, 1996	2073696 Jun 24, 1997
	TETLEY USA INC. (DE CORP.)	Registered	Class 30: teas	73-368530 Jun 7, 1982	1259571 Nov 29, 1983

<sup>2</sup> Change of title records not complete.

Mark	Owner	Status	Goods / services	Serial no. Date filed	Reg. No. Date Registered
WHY IS IT ROUND?	TETLEY INC. <sup>3</sup> (DE CORP.)	Registered	Class 30: tea	74-360354 Feb 19, 1993	1806303 Nov 23, 1993

II. Trade Names

TETLEY USA, INC.

III. Domain Names

Domain Name	Registrant
TETLEY.COM	Tetley USA Inc (TETLEY3-DOM) 100 Commerce Drive Shelton, CT 06484 US (registered with Network Solutions, Inc.)
TETLEYUSA.COM	Tetley USA, Inc. (TETLEYUSA-DOM) 100 Commerce Dr Shelton, CT 06484 US (registered with Network Solutions, Inc.)

<sup>3</sup> Name change not recorded with Patent and Trademark Office, but name change referred to in Amendment to Security Interest, which was recorded.

<b>Domain Name</b>	<b>Registrant</b>
MAURICE-TEA.COM	Tetley USA, Inc. (MAURICE-TEA-DOM) 100 Commerce Dr Shelton, CT 06484 US (registered with Network Solutions, Inc.)