

3/14/03

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

03-14-2003

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office



102390660

original documents or copy thereof.

1. Name of conveying party(ies):

Harmony Foods Corporation

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 02/18/2003

2. Name and address of receiving party(ies)

Name: Wells Fargo Business Credit, Inc.

Internal Address:

Street Address: 245 South Los Robles Ave., Suite 700

City: Pasadena State: CA Zip: 91101

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

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

A. Trademark Application No.(s)

Please see Exhibit B-1 attached hereto.

B. Trademark Registration No.(s)

Please see Exhibit B-1 attached hereto.

Additional number(s) attached Yes No

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

Name: Susanna Zubia

Internal Address: Mayer, Brown, Rowe & Maw

Street Address: 350 South Grand Avenue

25th Floor

City: Los Angeles State: CA Zip: 90071

6. Total number of applications and registrations involved:

3

7. Total fee (37 CFR 3.41): \$ 90.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

N/A

(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.

Susanna Zubia

Name of Person Signing

Susanna Zubia

Signature

March 13, 2003

Date

Total number of pages including cover sheet, attachments, and document: 3

03/14/2003 LWUELLER 00000117 2665022

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

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TRADEMARK REEL: 002691 FRAME: 0164

HARMONY FOODS CORPORATION

U.S. TRADEMARKS/SERVICE MARKS

<u>Title or Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
HARMONY	2,665,022	December 24, 2002
PLANET HARMONY	2,637,983	October 22, 2002
PLANET HARMONY	2,633,781	October 15, 2002

**AMENDMENT TO
PATENT AND TRADEMARK SECURITY AGREEMENT**

WHEREAS, HARMONY FOODS CORPORATION, a Delaware corporation ("Debtor") and WELLS FARGO BUSINESS CREDIT, INC., a Minnesota corporation ("Secured Party") are parties to that certain Patent and Trademark Security Agreement dated June 27, 2002 and recorded with the U.S. Patent and Trademark Office on July 25, 2002 at Reel 002550, Frame 0001 (the "Agreement") whereby Debtor granted to Secured Party a security interest in (among other things) all current and future Trademarks (as defined in the Agreement);

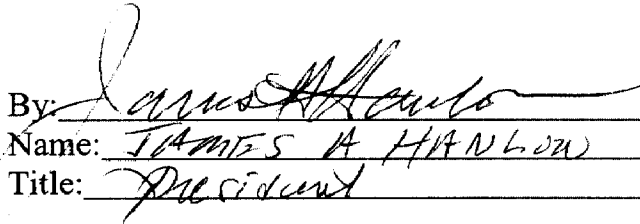
WHEREAS, the Agreement gives Secured Party the right to amend Exhibit B to the Agreement (which listed all of Debtor's then known trademark registrations) ("Exhibit B") to include all future acquired and discovered trademark registrations; and

WHEREAS, Debtor has acquired new trademark registrations and Secured Party has been made aware of the presence of other trademark registrations;

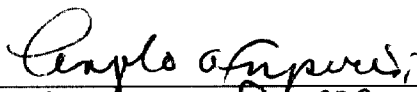
NOW THEREFORE, Secured Party and Debtor hereby amend Exhibit B to include the additional trademark registrations listed on Exhibit B-1 attached hereto and incorporated herein by this reference. Secured Party and Debtor hereby acknowledge that said additional trademark registrations shall be deemed to be included in the definition of "Trademarks" as set forth in the Agreement. Except as specifically amended herein, the Agreement shall remain in full force and effect as originally written.

IN WITNESS WHEREOF, the parties hereto have executed this Amendment as of Feb 18, 2003.

HARMONY FOODS CORPORATION

By: 
Name: JAMES A HANLON
Title: President

WELLS FARGO BUSINESS CREDIT, INC.

By: 
Name: ANGELO SAMPERI
Title: VICE PRESIDENT

HARMONY FOODS CORPORATION

U.S. TRADEMARKS/SERVICE MARKS

<u>Title or Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
HARMONY	2,665,022	December 24, 2002
PLANET HARMONY	2,637,983	October 22, 2002
PLANET HARMONY	2,633,781	October 15, 2002

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Exhibit B-1

RECORDED: 03/14/2003

**TRADEMARK
REEL: 002691 FRAME: 0167**