

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) **RECORDATION FORM COVER SHEET TRADEMARKS ONLY** U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies): Venice Maid Foods, Inc.

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

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

2. Name and address of receiving party(ies)
 Name: LaSalle Business Credit, LLC
 Internal Address: _____
 Street Address: 1735 Market Street
 City: Philadelphia State: PA Zip: 19103

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other Delaware limited liability company

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: 03/31/2004

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) _____
 B. Trademark Registration No.(s) 2,427,802;
 2,491,655; 2,460,696; 2,344,536; 2,187,357

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Christopher M. Turk, Esquire
 Internal Address: Blank Rome LLP
 Street Address: One Logan Square
 City: Philadelphia State: PA Zip: 19103

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41).....\$ 140.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
 02-2555

DO NOT USE THIS SPACE

9. Signature.
 Christopher M. Turk, Esquire
 Name of Person Signing *Christopher M. Turk* Signature April 1, 2004 Date

Total number of pages including cover sheet, attachments, and document: 5

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

CH \$140.00 022555 2427802

TRADEMARK ASSIGNMENT

WHEREAS, Venice Maid Foods, Inc., a New Jersey corporation ("Assignor") is the registered owner of the United States trademarks, service marks, trade names, service mark applications and trademark applications listed on Schedule A attached hereto and made a part hereof ("Assets"), which are registered in the United States Patent and Trademark Office; and

WHEREAS, LaSalle Business Credit, LLC, a Delaware limited liability company (successor by merger to LaSalle Business Credit, Inc.) ("Assignee"), is desirous of acquiring the Assets from Assignor pursuant to the terms of a Trademark Security Agreement dated September 7, 2001;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound hereby, Assignor, its successors and assigns, does hereby transfer, assign and set over unto Assignee, its successors, transferees and assigns, subject to the terms of the Trademark Security Agreement between Venice Maid Foods, Inc. and LaSalle Business Credit, Inc. dated September 7, 2001, all of its present and future right, title and interest in and to the Assets and all proceeds thereof and all goodwill associated therewith.

IN WITNESS WHEREOF, the undersigned has caused this Trademark Assignment to be executed as of the 31 day of March, 2004.

VENICE MAID FOODS, INC.

[Signature]
By: _____
Name: Garry R. Mandelbaum
Title: Asst. Sec.

By: *[Signature]*
By: _____
Name: John Kelly
Title: CEO/President

Schedule A

TRADEMARK REGISTRATIONS

<u>Trademark Description</u>	<u>U.S. Serial/Registration No.</u>	<u>Date Registered</u>
BRILL'S	2,427,802	2/13/2001
REDY-MAID	2,491,655	9/25/2001
VENICE MAID (Stylized)	2,460,696	6/19/2001
VENICE MAID	2,344,536	4/25/2000
BON-RAY	2,187,357	9/8/1998