

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Fleet Capital Corporation		06/30/2004	CORPORATION: RHODE ISLAND

RECEIVING PARTY DATA	
Name:	Fresh Foods, Inc.
Street Address:	9990 Princeton Road
City:	Cincinnati
State/Country:	OHIO
Postal Code:	45246
Entity Type:	CORPORATION: NORTH CAROLINA

PROPERTY NUMBERS Total: 43

Property Type	Number	Word Mark
Registration Number:	2005805	BREAKFAST ON THE GO!
Registration Number:	1876055	CAFE PIERRE
Registration Number:	2426560	CAFETERIA ADVENTURES
Registration Number:	1331238	COMMODITY MAGIC
Registration Number:	1912699	DINE 'N WITH
Registration Number:	2052455	FAST CHOICE
Registration Number:	2152895	FAST CHOICE
Registration Number:	2261726	FASTBITES
Registration Number:	1554935	FRENCH TOAST BOAT
Registration Number:	1626155	FRENCH TOAST BOAT
Registration Number:	2112383	GLOBAL GRILL
Registration Number:	1121101	GOLDDIGGER
Registration Number:	2345081	HAM N GO
Registration Number:	2485773	HEARTHSIDE SELECT

OP \$1090.00 2005805

Registration Number:	2273614	H.E.L.P.S. HEALTHCARE ENTREE LOW PREP SELECTIONS
Registration Number:	1388435	HOT DIGGITY SUBS
Registration Number:	1387648	HOT.DIGGITY SUBS
Registration Number:	1677773	LEAN MAGIC
Registration Number:	1517327	LIKE MOM'S
Registration Number:	1917400	LINK-N-DOG
Registration Number:	2525981	MAIN STREET DINER
Registration Number:	1505035	MICRO-WICHES
Registration Number:	2016292	PIERRE MAIN STREET DINER
Registration Number:	2505029	PIERRE SELECT
Registration Number:	2437502	PIERRE SELECT
Registration Number:	1270140	PIZZA PARLOR SANDWICH
Registration Number:	1642199	PIZZA PARLOR SANDWICH
Registration Number:	2330338	PROUD TO SERVE
Registration Number:	2327379	PROUD TO SERVE
Registration Number:	2327377	PROUD TO SERVE AMERICA'S HEROS
Registration Number:	2319248	RIB NIBBLERS
Registration Number:	1257730	RIB-B-Q
Registration Number:	1270954	RIB-B-Q
Registration Number:	1598832	RIB-B-Q
Registration Number:	1276424	RIB.B.Q
Registration Number:	1275419	RIB.B.Q
Registration Number:	2132710	RIB-B-Q
Registration Number:	1928706	SAUS-A-RAGE
Registration Number:	2322506	SELECT RECIPE
Registration Number:	2302272	SHOESTRINGS
Registration Number:	1505013	TWO-FERS
Registration Number:	1599764	TWO-FERS
Registration Number:	1781595	WONDERBITES

CORRESPONDENCE DATA

Fax Number: (312)660-0471

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Email: rprescan@kirkland.com

Correspondent Name: Renee M. Prescan

Address Line 1: 200 E. Randolph Drive

Address Line 2: Kirkland & Ellis LLP
Address Line 4: Chicago, ILLINOIS 60601

ATTORNEY DOCKET NUMBER: 34231-447 RMP

NAME OF SUBMITTER: Dawn H. Dawson

Total Attachments: 6
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RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS (this “Release”) is made as of June 30, 2004 (“Effective Date”) by and between FRESH FOODS, INC., a North Carolina corporation, with its principal office at 9990 Princeton Road, Cincinnati, Ohio 45246 (“Borrower”), and FLEET CAPITAL CORPORATION, a Rhode Island corporation, with its principal office at 6100 Fairview Road, Suite 200, Charlotte, North Carolina 28210 (“Lender”).

WHEREAS, pursuant to the terms and conditions of that certain Trademark Security Agreement by and between Borrower and Lender dated May 24, 2000 (the “Trademark Security Agreement”), Borrower granted to Lender a continuing security interest in and to all of Borrower’s right, title and interest in and to all of the Trademark Collateral (as defined in the Trademark Security Agreement), including, without limitation, the United States trademark registrations set forth on Schedule A attached hereto, the U.S. state trademark registrations set forth on Schedule B attached hereto, and the foreign trademark registrations set forth on Schedule C attached hereto, in each case, together with the goodwill associated therewith;

WHEREAS, Borrower and Lender entered into the Trademark Security Agreement pursuant to the terms and conditions of that certain Loan and Security Agreement by and between Borrower and Lender dated May 24, 2000 (the “Security Agreement”);

WHEREAS, the Trademark Security Agreement was recorded with the United States Patent and Trademark Office (“PTO”) on September 22, 2000, at Reel 2132, Frame 0712;

WHEREAS, Borrower changed its name to Pierre Foods, Inc. (“Pierre Foods”) on July 31, 2000; and

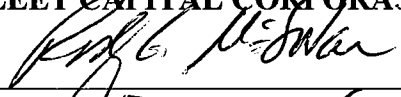
WHEREAS, Borrower has paid all of its outstanding indebtedness to Lender secured by the Trademark Collateral.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Lender hereby terminates the Trademark Security Agreement, and hereby terminates, cancels and releases any and all security interests it has against the Trademark Collateral.

* * * * *

IN WITNESS WHEREOF, Lender has caused this Release to be executed by its duly authorized representative as of the Effective Date.

FLEET CAPITAL CORPORATION



Name: RODNEY G. MCSWAIN
Title: Sr. Vice President

SCHEDULE A

U.S. TRADEMARK REGISTRATIONS

MARK	SERIAL NUMBER	REGISTRATION NUMBER	REGISTRATION DATE
BREAKFAST ON THE GO! and Design	74/695,460	2,005,805	10/08/1996
CAFÉ PIERRE	74/364,057	1,876,055	01/24/1995
CAFETERIA ADVENTURES	75/816,574	2,426,560	02/06/2001
COMMODITY MAGIC	73/496,943	1,331,238	04/16/1985
DINE 'N' WITH	74/507,554	1,912,699	08/15/1995
FAST CHOICE – Cl. 30	75/076,168	2,052,455	04/15/1997
FAST CHOICE – Cl. 29	75/076,172	2,152,895	04/21/1998
FASTBITES	75/513,223	2,261,726	07/13/1999
FRENCH TOAST BOAT	73/766,865	1,554,935	09/05/1989
FRENCH TOAST BOAT and Design	73/774,889	1,626,155	12/04/1990
GLOBAL GRILL	75/208,171	2,112,383	11/11/1997
GOLDDIGGER	73/173,253	1,121,101	06/26/1979
HAM-N-GO Stylized	75/641,478	2,345,081	04/25/2000
HEARTHSIDE SELECT	75/676,610	2,485,773	09/04/2001
H.E.L.P.S. HEALTHCARE ENTRÉE LOW PREP SOLUTIONS	75/392,520	2,273,614	08/31/1999
HOT DIGGITY SUBS	73/464,251	1,388,435	04/01/1986
HOT DIGGITY SUBS and Design	73/464,161	1,387,648	03/25/1986
LEAN MAGIC	74/140,493	1,677,773	03/03/1992
LIKE MOM'S and Design	73/720,859	1,517,327	12/20/1988
LINK-N-DOG	74/507,074	1,917,400	09/05/1995
MAIN STREET DINER	75/928,450	2,525,981	01/01/2002
MICRO-WICHES	73/703,228	1,505,035	09/20/1988
PIERRE MAIN STREET DINER	74/613,401	2,016,292	11/12/1996
PIERRE SELECT – Cl. 29	75/617,210	2,505,029	11/06/2001
PIERRE SELECT – Cl. 30	75/617,209	2,437,502	03/20/2001
PIZZA PARLOR SANDWICH – Cl. 30	73/366,680	1,270,140	03/13/1984
PIZZA PARLOR SANDWICH – Cl. 30	74/058,325	1,642,199	04/23/1991
PROUD TO SERVE – Cl. 30	75/597,580	2,330,338	03/14/2000
PROUD TO SERVE – Cl. 29	75/597,581	2,327,379	03/07/2000
PROUD TO SERVE AMERICA'S HEROS	75/591,729	2,327,377	03/07/2000

MARK	SERIAL NUMBER	REGISTRATION NUMBER	REGISTRATION DATE
RIB NIBBLERS	75/641,477	2,319,248	02/15/2000
RIB-B-Q – Cl. 29	73/373,463	1,257,730	11/15/1983
RIB-B-Q – Cl. 30	73/408,608	1,270,954	03/20/1984
RIB-B-Q – Cl. 30	73/822,522	1,598,832	05/29/1990
RIB-B-Q and Design – Cl. 29	73/400,038	1,276,424	05/01/1984
RIB-B-Q and Design – Cl. 30	73/408,773	1,275,419	04/24/1984
RIB-B-Q and Design – Cl. 29	75/252,821	2,132,710	01/27/1998
SAUS-A-RAGE	74/507,127	1,928,706	10/17/1995
SELECT RECIPE	75/610,898	2,322,506	02/22/2000
SHOESTRINGS	75/641,476	2,302,272	12/21/1999
TWO-FERS	73/690,934	1,505,013	09/20/1988
TWO-FERS	73/822,571	1,599,764	06/05/1990
WONDERBITES	74/291,428	1,781,595	07/13/1993

SCHEDULE B

U.S. STATE TRADEMARK REGISTRATIONS

Mark	State	Reg. No.	Reg. Date
PIERRE and Design	Ohio	TM 7315	May 22, 1986 - May 22, 2006

SCHEDULE C

FOREIGN TRADEMARK REGISTRATIONS

MARK	COUNTRY	SERIAL NUMBER	REGISTRATION NUMBER	REGISTRATION DATE
RIB-B-Q	Canada	0,494,965	TMA 305,055	07/19/1985
RIB-B-Q and Design	Canada	0,595,966	TMA 305,056	07/19/1985
RIB-B-Q	Japan	H01-034,094	4,191,465	09/25/1998
RIB-B-Q and Design	Japan	H01-034,095	2,482,479	11/30/1992