

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 Properties, LLC
Street Address:	9990 Princeton Road
City:	Cincinnati
State/Country:	OHIO
Postal Code:	45246
Entity Type:	LTD LIAB JT ST CO: NORTH CAROLINA

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	1272996	'FLUFFY'
Registration Number:	1065988	MOM 'N' POP'S
Registration Number:	1071065	MOM 'N' POP'S
Registration Number:	1341236	MOM 'N' POP'S
Registration Number:	1335749	MOM 'N' POP'S
Registration Number:	1341238	MOM 'N' POP'S
Registration Number:	1095364	MOM 'N' POP'S

CORRESPONDENCE DATA

Fax Number:

(312)660-0471

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

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rprescan@kirkland.com

Correspondent Name:

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Kirkland & Ellis LLP

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900009960

TRADEMARK
REEL: 002887 FRAME: 0699

CH \$190.00 1272996

ATTORNEY DOCKET NUMBER:	34231-447 RMP
NAME OF SUBMITTER:	Dawn H. Dawson
Total Attachments: 2 source=Fleet FFProp TM Release 052400#page1.tif source=Fleet FFProp TM Release 052400#page2.tif	

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 PROPERTIES, LLC, a North Carolina limited liability company, with its principal office at 9990 Princeton Road, Cincinnati, Ohio 45246 ("Properties"), 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 Properties and Lender dated May 24, 2000 (the "Trademark Security Agreement"), Properties granted to Lender a continuing security interest in and to all of Properties' 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, in each case, together with the goodwill associated therewith;

WHEREAS, Properties and Lender entered into the Trademark Security Agreement pursuant to the terms and conditions of that certain Guaranty Agreement by and between Properties 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 2143, Frame 0703; and

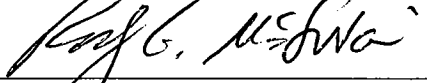
WHEREAS, Properties has paid all of its outstanding indebtedness to Lender secured by the Trademark Collateral.

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. MESWIN
Title: Sen Vice President

SCHEDULE A**U.S. TRADEMARK REGISTRATIONS**

MARK	SERIAL NUMBER	REGISTRATION NUMBER	REGISTRATION DATE
FLUFFY and Design	73/411,034	1,272,996	04/03/1984
MOM 'N' POP'S – Cl. 42	73/102,603	1,065,988	05/17/1977
MOM 'N' POP'S – Cl. 29	73/102,602	1,071,065	08/09/1977
MOM 'N' POP'S – Cl. 30	73/455,993	1,341,236	06/11/1985
MOM 'N' POP'S and Design – Cl. 30	73/457,697	1,335,749	05/14/1985
MOM 'N' POP'S and Design – Cl. 30	73/457,698	1,341,238	06/11/1985
MOM 'N' POP'S and Design – Cl. 29	73/121,892	1,095,364	07/04/1978