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(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)



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

Tab settings

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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):
Madison Capital Funding LLC as Agent

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

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other Termination of Security Interest

Execution date: December 30, 2003

2. Name and address of receiving party(ies):
Name: SBA Brands of America, Inc.

Internal Address: _____
1400 Old Country Road, Suite
Street Address: 103

City: Westbury State: NY Zip: 11590

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

B. Trademark Registration No.(s) 200061, 206148, 722057, 740285, 831170, 1473400, 1493391, 1507410, 1665516, 1726020, 1847810, 1852510, 1852524, 2205836, 2229064, 1843100

Additional number(s) attached Yes No

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

Name: Kara Paldino, Esq.

Internal Address: Weil, Gotshal & Manges, LLP

Street Address: 767 5th Avenue

City: New York State: NY Zip: 10153

6. Total number of applications and registrations involved: 16

7. Total fee (37 CFR 3.41): \$ 415.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 23-0800

(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.

Phyllis Eremitaggio [Signature] January 14, 2004
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 6

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

01/16/2004 DBYRNE 00000083 230800 200061

01 FC:8521 40.00 DA
02 FC:8522 375.00 DA

**TERMINATION OF SECURITY INTEREST
(Trademarks)**

This **TERMINATION OF SECURITY INTEREST**, dated as of December 30, 2003, is made by Madison Capital Funding LLC, as Agent (the "Agent").

WHEREAS, Specialty Brands of America, Inc. (the "Grantor") has granted a security interest in certain personal property to the Agent, including without limitation a security interest in certain trademarks; and

WHEREAS, the Agent has agreed to terminate and release its security interest in all of such trademarks, including the trademark registrations identified on Schedule A hereto, as herein provided;

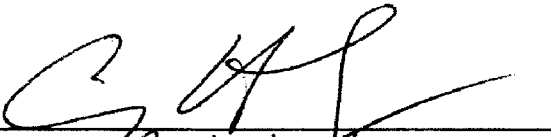
NOW, THEREFORE, for valuable consideration, the Agent hereby terminates and releases all mortgages, liens and security interests granted to the Agent in the following:

1. each trademark, trademark registration and trademark registration application of the Grantor, including the trademark registrations listed in Schedule A attached hereto; and
2. each trademark license to which the Grantor is a party.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the Agent has caused this Termination of Security Interest to be duly executed as of the date first set forth above.

MADISON CAPITAL FUNDING LLC,
as Agent

By: 
Name: Craig H. Lacy
Title: Managing Director

Signature Page to
Termination of Security Interest

CHI:1307197.1

TRADEMARK
REEL: 002898 FRAME: 0599

SCHEDULE A

TRADEMARKS

Mark

Reg. No.

United States

Trenton	200061
O.T.C	206118
Dixie Fry	722057
Cary's	740285
Cary's	831170
Cary's	1473400
Eclipse	1493391
The Original Trenton Cracker Co. O.T.C. Since 1948 (Design)	1507410
100% Pure	1665516
100% Pure(Design)	1726020
Spring Tree	1847810
Canoleo	1852510
New York Flatbreads	1852524
Albero	2205836
Spring Tree	2229064
Northern Nectar	1843100