



102714291

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

1. Name of conveying party(ies):
THE STEAK-UMM ACQUISITION COMPANY, INC.

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

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

2. Name and address of receiving party(ies)
Name: BANK ONE, NA
Internal
Address: Attn: Carl E. Skoog

Street Address: 1001 Johnson Drive
City: Buffalo Grove State: IL Zip: 60089

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

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

Execution Date: 03/25/2004

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) 76/486,544 and
 76/498,615

Additional number(s) attached Yes No

B. Trademark Registration No.(s) Please see attached.

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: WILDMAN, HARROLD, ALLEN & DIXON LLP
 Internal Address: Attn: Cathleen M. Hrtanek

Street Address:
 225 West Wacker Drive, Suite 2800

City: Chicago State: IL Zip: 60606

6. Total number of applications and registrations involved: 10

7. Total fee (37 CFR 3.41).....\$ 265.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.
 Cathleen M. Hrtanek
 Name of Person Signing
 Signature
 March 31, 2004
 Date

04/05/2004 BY: 00000195 76486544

01 FC:8521
02 FC:8522

40.00
225.00

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

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

Form PTO-1594
ATTACHMENT

4. Additional numbers:

B. Trademark Registration Nos.

1,033,176
1,116,446
1,581,762
2,107,302
2,290,626
2,375,933
2,480,792
2,792,696

TRADEMARK SECURITY AGREEMENT

WHEREAS, THE STEAK-UMM ACQUISITION COMPANY, INC., a Delaware corporation, located at 153 Searles Road, Pomfret Center, CT 06259-2305 ("Borrower"), has adopted and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Borrower is obligated to BANK ONE, NA ("Lender") pursuant to (i) a certain Credit Agreement, dated the date hereof, between Lender and Borrower and (ii) a certain Security Agreement, dated the date hereof, made by Borrower in favor of Lender (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

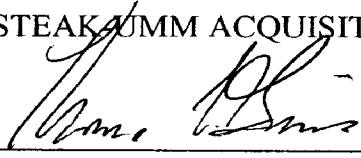
WHEREAS, pursuant to the Agreements, Borrower is granting to Lender a security interest in the Marks and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Borrower does hereby assign unto Lender and grant to Lender a security interest in and to the Marks and registrations and applications therefor, which security interest shall secure all the Obligations (as defined in the Agreements) and in accordance with the terms and provisions thereof.


Borrower expressly acknowledges and affirms that the rights and remedies of Lender with respect to the security interest granted hereby is more fully set forth in the Agreements.

Dated: Chicago, Illinois
March 25, 2004

THE STEAK-UMM ACQUISITION COMPANY, INC.

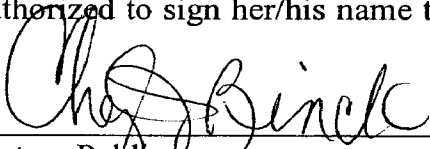
By: 
Name: Thomas P. Guido
Its: Vice President

BANK ONE, NA

By: 
Name: CARL E. SKOOG
Its: FIRST Vice President

STATE OF ILLINOIS)
 : ss.:
COUNTY OF COOK)

On this 25th day of March, 2004, before me personally came Thomas Guidic me known, who, being by me duly sworn, did depose and say that s/he is the Vice President of The Steak-Umm Acquisition Company, Inc., the company described in and which executed the foregoing instrument; and that s/he was authorized to sign her/his name thereto on behalf of said company.

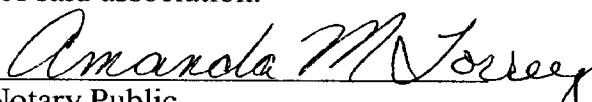


Notary Public

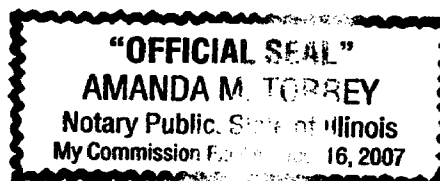


STATE OF ILLINOIS)
 : ss.:
COUNTY OF COOK)

On this 25th day of March, 2004, before me personally came Carl Skoog, to me known, who, being by me duly sworn, did depose and say that he is a First Vice President of Bank One, NA, the national banking association described in and which executed the foregoing instrument; and that he signed his name thereto on behalf of said association.



Notary Public



SCHEDULE A

Schedule A to a Trademark Assignment of Security dated March 25, 2004, by and between BANK ONE, NA and THE STEAK-UMM ACQUISITION COMPANY, INC.

I. UNITED STATES

A. U.S. TRADEMARK REGISTRATIONS

MARK	REGISTRATION NO.	REGISTRATION DATE
1. STEAK-UMM	1,033,176	02/10/1976
2. STEAK-UMM	1,116,446	04/19/1979
3. SPARE THE RIBS	1,581,762	02/06/1990
4. RED-L AND DESIGN	2,107,302	10/21/1997
5. EMMA'S KITCHEN	2,290,626	11/02/1999
6. STEAK-UMM	2,375,933	08/08/2000
7. STEAK-UMM STEAK WRAPS	2,480,792	08/21/2002
8. STEAK-UMM WRAPS TO GO	2,792,696	12/09/2003

B. U.S. TRADEMARK APPLICATIONS

MARK	REGISTRATION NO.	FILING DATE
1. WRAPS TO GO	76/486,544	01/31/2003
2. SANDWICH TO GO	76/498,615	03/19/2003

II. FOREIGN

A. FOREIGN TRADEMARK REGISTRATIONS

1. CANADA

MARK	REGISTRATION NO.	REGISTRATION DATE
1. STEAK-UMM	244,582	05/09/1980
2. HANDYBURGERS	250,027	08/29/1980

MARK	REGISTRATION NO	REGISTRATION DATE
3. TABLE TREATS	250,028	08/29/1980
4. STEAK-UMM	294,151	08/17/1984
5. SPARE THE RIBS	383,646	04/26/1991

2. AUSTRALIA

MARK	REGISTRATION NO	REGISTRATION DATE
1. STEAK-UMM	B296,473	