

04-26-2004

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

RE



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):
General Electric Capital Corporation

4-19-04

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: Home Market Foods, Inc.
 Internal
 Address: 11 Widett Circle

Street Address: _____
 City: Boston State: MA Zip: 02118

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 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: February 27, 2004

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)

B. Trademark Registration No.(s)
2,261,730

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Neal L. Slifkin
 Internal Address: HARRIS BEACH LLP
99 Garnsey Road
Pittsford NY 14534
 Street Address: _____
 City: _____ State: _____ Zip: _____

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:
08-0865

(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.

Neal L. Slifkin 4/16/04
 Name of Person Signing Signature Date

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

04/23/2004 ECOOPER 00000078 2261730

Mail documents to be recorded with required cover sheet information to: Mail Stop Assignment Recordation Services Director of the U.S. Patent and Trademark Office P.O. Box 1450 Alexandria, VA 22313-1450

01 FD:8521 02 FD:8322

40.00 DP 100.00 GF

TRADEMARK REEL: 002954 FRAME: 0261

**Attachment for Recordation Form Cover Sheet
Trademarks Only (Form PTO-1594)**

Continuation of Item 4. Additional Application Number(s) or Registration Number(s)

A. Trademark Application No.(s):

B. Trademark Registration No.(s): 2,054,194, 2,400,643, 2,357,473, and 2,742,969

**TERMINATION OF PATENT AND TRADEMARK COLLATERAL ASSIGNMENT
AND SECURITY AGREEMENT**

WHEREAS, Home Market Foods, Inc., a Delaware corporation ("HMF") having an address of 11 Widett Circle, Boston, Massachusetts 02118, is the owner of certain trademarks, trademark applications, and registrations and the goodwill of the business associated therewith (the "Trademarks"); and

WHEREAS, pursuant to a certain Trademark and Patent Security Agreement dated October 29, 1999, between HMF and General Electric Capital Corporation, a corporation with offices located at 40 Old Ridgebury Road, Danbury, Connecticut 06810 ("GE Cap"), HMF granted to GE Cap a security interest in and to the Trademarks listed on Schedule A ; and

WHEREAS, pursuant to a certain Trademark and Patent Security Agreement dated October 5, 2000, between HMF and General Electric Capital Corporation, a corporation with offices located at 40 Old Ridgebury Road, Danbury, Connecticut 06810 ("GE Cap"), HMF granted to GE Cap a security interest in and to the Trademarks listed on Schedule B; and

WHEREAS, the parties now desire to terminate GE Cap's security interest in all of the Trademarks.

NOW, THEREFORE, in consideration of the foregoing and of the mutual promises and other good and valuable consideration and intending to be legally bound hereby, the GE Cap hereby agrees as follows:

1. The Trademark and Patent Security Agreement dated October 29, 1999, between HMF and General Electric Capital Corporation is hereby terminated and is of no further force or effect.
2. The Trademark and Patent Security Agreement dated October 5, 2000, between HMF and General Electric Capital Corporation is hereby terminated and is of no further force or effect.
3. GE Cap hereby releases its security interest and conveys back to HMF all of GE Cap's interest in and to all of the Trademarks and the goodwill associated therewith.
4. GE Cap agrees to execute such statements or other documents, as may from time to time be determined to be reasonably necessary, to evidence the release of any and all liens or interests of GE Cap in the Trademarks.

IN WITNESS WHEREOF, the undersigned has executed this Termination of Patent and Trademark Collateral Assignment and Security Agreement as of this 27 day of February, 2004.

GENERAL ELECTRIC CAPITAL
CORPORATION

By:  _____

Name: REGINA BORDEN

Title: Duty Authorized Signatory

SCHEDULE A

<u>Description</u>	<u>Owner</u>	<u>Licensee</u>	<u>Type</u>	<u>Application / Registration</u>
Various Foods	Waltham Beef Co., Inc n/k/a Home Market Foods, Inc.	Home Market	Trademark	2,261,730

SCHEDULE B

<u>Registration No.</u>	<u>Registration Date</u>	<u>Mark</u>
2,261,730	7/13/1999	HOME MARKET
2,054,194	4/22/1997	SAUSAGETIZERS
2,400,643	10/31/2000	ROLLERBITES
2,357,473	6/13/2000	THE BURGERS YOU EAT LIKE HOT DOGS
2,742,969	7/29/2003	COOKED PERFECT