TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Termination and Release of Security Interest in Trademark Rights

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
JPMorgan Chase Bank, N.A.	JPMorgan Chase Bank	12/06/2004	National banking association:

RECEIVING PARTY DATA

Name:	Windsor Quality Food Company Ltd.
Street Address:	3355 West Alabama
Internal Address:	Suite 730
City:	Houston
State/Country:	TEXAS
Postal Code:	77098
Entity Type:	LIMITED PARTNERSHIP: TEXAS

PROPERTY NUMBERS Total: 19

Property Type	Number	Word Mark
Registration Number:	2110455	BERNARDI
Registration Number:	2111859	BERNARDI FROZEN ITALIAN SPECIALTIES
Registration Number:	1406976	BERNARDI FROZEN ITALIAN SPECIALITIES
Registration Number:	2045672	CRIPPLE CREEK
Registration Number:	2068831	CRIPPLE CREEK BAR-B-QUE BRAND
Registration Number:	1520021	ELFIN LOAVES
Registration Number:	1703526	
Registration Number:	1820326	GOLDEN TIGER
Registration Number:	1091510	MONA'S
Registration Number:	2026741	MONA'S
Registration Number:	1403359	MONA'S
Registration Number:	1409705	MONA'S
Registration Number:	2234418	MONA'S PASTA CAFE
Registration Number:	2148785	SENOR TIGER

OP $490.00 2110455

Registration Number:	1493335	THE ORIGINAL CHILI BOWL
Registration Number:	1775996	TRADITIONAL AMERICAN
Registration Number:	2647667	WINDSOR FROZEN FOODS
Serial Number:	78198168	TRADITIONS BY BERNARDI A TASTE OF AUTHENTIC ITALY
Serial Number:	78177373	GARDEN TRIO TORTELLINI

CORRESPONDENCE DATA

Fax Number: (212)455-2502

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

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Correspondent Name: Robyn Rahbar, Esq.

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ATTORNEY DOCKET NUMBER:	509333/0015
NAME OF SUBMITTER:	Lea B. Levy

Total Attachments: 4

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TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARK RIGHTS

TERMINATION AND RELEASE dated as of December 6, 2004, from JPMorgan Chase Bank, N.A. (formerly known as JPMorgan Chase Bank) a national banking association, as Administrative Agent (the "Agent") for certain banks and other financial institutions, to Windsor Quality Food Company, Ltd. ("Debtor"), a Texas limited partnership with its principal place of business located at 3355 West Alabama, Suite 730, Houston, TX 77098 (formerly at 1925 Lone Star Drive, Dallas, TX 75212).

WITNESSETH:

WHEREAS, pursuant to the Security Agreement, dated as of April 29, 2003, made by the Debtor in favor of the Agent (the "Security Agreement"), a security interest (the "Security Interest") was granted by the Debtor to the Agent in certain collateral, including the Trademarks (as hereinafter defined);

WHEREAS, the Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on May 2, 2003, at Reel 2722 and Frame 0797; and

WHEREAS, the Agent now desires to terminate and release the entirety of its Security Interest in the Trademarks;

NOW, THEREFORE, for good and valuable consideration including the satisfaction of all obligations, indebtedness and liabilities secured by the Trademarks pursuant to the Collateral Agreement, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Termination and Release, the Agent hereby states as follows:

1. Definitions. The term "Trademarks," as used herein, shall have the meaning provided by reference in the Security Agreement.

2. Release of Security Interest. The Agent hereby terminates, releases and discharges its Security Interest in the Trademarks (including, without limitation, the Trademarks provided on Schedule A hereto), and any right, title or interest of the Agent in such Trademarks shall hereby cease and become void.

3. Further Assurances. The Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect the release of the Security Interest contemplated hereby.

IN WITNESS WHEREOF, the undersigned has executed this Termination and Release by its duly authorized officer as of the date first above written.

JPMORGAN CHASE BANK, N.A. (formerly known as JPMORGAN CHASE BANK)

By: _____

Name: Terrena E. Hill

Title: Vice President

509333-0015-10855-NY03.2402761

STATE OF TEXAS)
) ss.:
COUNTY OF HARRIS)

On December 6, 2004, before me personally appeared FERRENCE E. HILL to me known who, being by me duly sworn, did depose and say that he/she is VICE-PRESIDENT of JPMorgan Chase Bank, N.A. (formerly known as JPMorgan Chase Bank), described herein and which executed the foregoing instrument, and that he/she signed his/her name thereto pursuant to the authority granted by JPMorgan Chase Bank, N.A. (formerly known as JPMorgan Chase Bank).

Michelle M. Gentile
Notary Public

(Affix Seal Below)

MICHELLE M. GENTILE
Notary Public
STATE OF TEXAS
My Comm. Exp. 09-11-2008

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Schedule A

U.S. Trademark Registrations

Title	Registration Number
BERNARDI	2,110,455
BERNARDI FROZEN ITALIAN SPECIALTIES AND DESIGN	2,111,859
BERNARDI FROZEN ITALIAN SPECIALTIES AND DESIGN	1,406,976
CRIPPLE CREEK	2,045,672
CRIPPLE CREEK BAR-B-QUE BRAND AND DESIGN	2,068,831
ELFIN LOAVES	1,520,021
MISC. DESIGN (CHILI MAN)	1,703,526
GOLDEN TIGER AND DESIGN	1,820,326
MONA'S	1,091,510
MONA'S AND DESIGN	2,026,741
MONA'S AND DESIGN	1,403,359
MONA'S AND DESIGN	1,409,705
MONA'S PASTA CAFÉ	2,234,418
SENOR TIGER	2,148,785
THE ORIGINAL CHILI BOWL	1,493,335
TRADITIONAL AMERICAN	1,775,996
WINDSOR FROZEN FOODS	2,647,667

U.S. Trademark Applications

Title	Application Number
TRADITIONS BY BERNARDI A TASTE OF AUTHENTIC ITALY	78/198,168
GARDEN TRIO TORTELLINI	78/177,373

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