

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Assignment of Trademark Security		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Citizens Business Credit Company		02/11/2005	CORPORATION:
RECEIVING PARTY DATA			
Name:	Siemens Financial Services, Inc.		
Street Address:	170 Wood Avenue South		
City:	Iselin		
State/Country:	NEW JERSEY		
Postal Code:	08830		
Entity Type:	CORPORATION:		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	1043055	IBERIA	
Registration Number:	0954152	IBERIA	
Serial Number:	76438938	IBERIA	
CORRESPONDENCE DATA			
Fax Number:	(973)966-1015		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	973-966-8337		
Email:	jhyde@pitneyhardin.com		
Correspondent Name:	Julie Ann Hyde		
Address Line 1:	200 Campus Drive		
Address Line 4:	Florham Park, NEW JERSEY 07932		
NAME OF SUBMITTER:	Julie Ann Hyde		
Signature:	/Julie Ann Hyde/		
Date:	03/16/2005		

OP \$90.00 1043055

Total Attachments: 3

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ASSIGNMENT OF TRADEMARK SECURITY

WHEREAS, Iberia Foods Corp., a corporation formed under the laws of Delaware, located at 7850 N.W. 80th Street, Medley, Florida 33186 ("Iberia"), has adopted, used 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, Iberia is obligated to Citizens Business Credit Company, a division of Citizens Leasing Corporation ("CBCC") and various other financial institutions (collectively, "Lenders"), JPMorgan Chase Bank, as documentation agent ("Documentation Agent"), and CBCC as administrative agent for Lenders (in such capacity, "Administrative Agent") pursuant to (i) a certain Loan and Security Agreement (the "Loan Agreement"), dated as of December 31, 2002, among Administrative Agent, Documentation Agent, Lenders, Iberia and the other Loan Parties (as such term is defined in the Loan Agreement) and (ii) a certain Trademark Collateral Security Agreement, dated as of December 31, 2002, made by Iberia in favor of Administrative Agent (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and


WHEREAS, pursuant to the Agreements, Iberia granted to Administrative Agent for its benefit and for the ratable benefit of Lenders a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor; and

WHEREAS, pursuant to an Assignment and Acceptance Agreement dated as of the date hereof, Administrative Agent and Lenders are assigning to Siemens Financial Services, Inc. ("Assignee") all of their respective rights, obligations and commitments under the Agreements and all collateral security therefor.

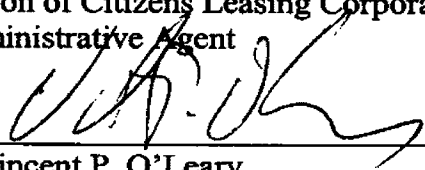
NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Administrative Agent on its behalf and on behalf of the Lenders does hereby assign unto Assignee all of the security interest held by Administrative Agent in and to the Marks together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment shall be without recourse, representation or warranty.

Dated: February 11, 2005
New York, New York

Witness:




CITIZENS BUSINESS CREDIT COMPANY,
a division of Citizens Leasing Corporation,
as Administrative Agent


By: 

Vincent P. O'Leary,
Senior Vice President

Witness:



SIEMENS FINANCIAL SERVICES, INC.

By: 

Name: FRANK AMADIO
Title: VP - CREDIT

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

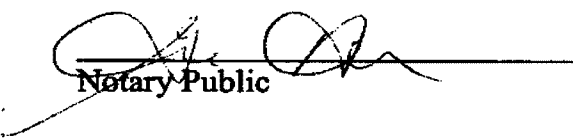
On this 2nd day of February, 2005, before me personally came Vincent P. O'Leary, to me known, who, being by me duly sworn, did depose and say that he is a Senior Vice President of Citizens Business Credit Company, the company described in and which executed the foregoing instrument; and that he was authorized to sign his name thereto on behalf of said company.


Notary Public

STEVEN J. SEIF
Notary Public, State of New York
No. 02SE4737076
Qualified in Westchester County
Commission Expires May, 31, 2007

STATE OF NEW YORK ^{Jersey})
) ss.:
COUNTY OF NEW YORK)

On this 11th day of ~~February~~ ^{March}, 2005, before me personally came FRANK AMODIO, to me known, who, being by me duly sworn, did depose and say that he/she is a VICE PRESIDENT of Siemens Financial Services, Inc., the corporation described in and which executed the foregoing instrument; and that he/she was authorized to sign his/her name thereto on behalf of said corporation.


Notary Public

GEORGE A. ABREU
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires 12-20-2008

SCHEDULE A

Schedule A to Assignment of Trademark Security dated February 11, 2005, by and between Citizens Business Credit Company and Siemens Financial Services, Inc.

<u>REGISTRATION NO. OR APPLICATION NO.</u>	<u>REGISTRATION OR FILING DATE</u>	<u>MARK</u>
1,043,055	12/10/74	Iberia
0954152	2/27/93	Iberia and Logo
76438938	8/5/02	Iberia and Logo