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

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

1. Name of conveying party(ies):

Credit Managers Association of CA

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 8/5/04

2. Name and address of receiving party(ies)

Name: Town & Country Linen Corporation

Internal Address: 475 Oberlin Avenue South

Street Address:

City: Lakewood State: NJ Zip: 08701

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State New York 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) 76/459,766

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: Robert L. Handler

Internal Address: Ezra Brutzkus Gubner, LLP

Street Address: First Financial Plaza 16830 Ventura Boulevard, Suite 310

City: Encino State: CA Zip: 91436

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

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9. Signature.

Robert L. Handler

Name of Person Signing

Signature

2/23/05

Date

Total number of pages including cover sheet, attachments, and document: 4

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

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TRADEMARK REEL: 003130 FRAME: 0559

# TRADEMARK ASSIGNMENT AGREEMENT

This AGREEMENT made as of this 23rd day of August, 2004, between Credit Managers Association of California, doing business as CMA Business Credit Services, a corporation existing and organized under the laws of the state of California, in its sole and limited capacity as assignee for benefit of the creditors of Cecil Saydah Company (hereinafter "CMA"), and Town and Country Linen Corporation, a corporation existing and organized under the laws of the state of New York (hereinafter "T&C").

WHEREAS, CMA is the owner of the following Trademark and the intent to use application for the same, but has not yet filed an allegation of use under §§1(c) or 1(d) in the United States Patent and Trademark Office:

<u>TRADEMARK</u>	<u>APPLICATION NO.</u>	<u>FILED</u>
THE CHEF'S PANTRY	76/459,766	October 21, 2002

WHEREAS, Saydah, the predecessor in interest to CMA, by resolution of its Board of Directors, made an assignment for the benefit of creditors under California law in favor of CMA, in its sole and limited capacity as assignee for the benefit of creditors of Saydah (the "General Assignment"). Pursuant to the General Assignment, Saydah has transferred ownership of all of its right, title and interest in and to its tangible and intangible assets (the "Assets") to CMA, and in so doing, has also designated CMA to act, pursuant to California law, as the Assignee for the Benefit of Creditors of Saydah.

WHEREAS, T&C, the successor of the on-going and existing business, or portion thereof, is desirous of acquiring said Trademark and the pending intent-to-use application therefore;

NOW THEREFORE, in consideration of the mutual covenants contained herein and for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereby agree as follows:

CMA hereby assigns unto T&C its entire right, title and interest in and to said Trademark, together with the goodwill of the business symbolized by said Trademark and the pending application thereof.

Upon T&C's request, CMA will execute and deliver all further instruments of conveyance, assignment and transfer and take all other action that T&C reasonably may require to more effectively convey and transfer to T&C the Trademark, including any and all documents which may be required by the United States Trademark Office to perfect the conveyance, assignment and transfer of said Trademark to T&C.

This Assignment shall inure to the benefit of T&C and its successors and assigns and shall be binding upon CMA and its heirs, legal representatives and assigns. If any provision hereof shall be finally determined to be invalid or unenforceable, such provision shall be deemed to be stricken from this Assignment and the remainder hereof shall remain in full force and effect.

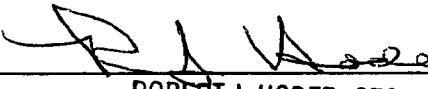
(Signatures on Next Page)

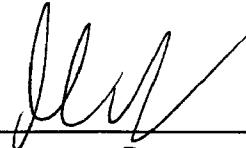
ASSIGNOR:

**Credit Managers Association of California**  
doing business as CMA Business Credit  
Services, in its sole and limited capacity as  
Assignee for the Benefit of Creditors of  
Cecil Saydah Company

ASSIGNEE:

**Town and Country Linen Corporation**

By:   
Name: ROBERT J. HODER, SECRETARY  
Title: \_\_\_\_\_  
Date: \_\_\_\_\_

By:   
Name: David J. Beyda  
Title: Chairman  
Date: 2-7-05