

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below

1. Name of conveying party(ies):

Pleasant Street Investors, LLC

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation- State: _____
- Other California limited liability company

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance)/Execution Date(s) :

Execution

Date(s) July 24, 2006

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other Release of Security Interest

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Overhill Farms, Inc.

Internal

Address: _____

Street Address: 2727 E Vernon Avenue

City: Vernon

State: CA

Country: USA Zip: 90058

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship Nevada
- Other _____ Citizenship _____

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)

4. Application number(s) or registration number(s) and Identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1555943; 1557055; 2426195; and 1228615

Additional sheet(s) attached? Yes No

C Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):
FLORENCE PASTA & CHEESE, FLORENCE PASTA & CHEESE & design; LATIN CRAVINGS, and OVERHILL FARMS

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

Name: Rutan & Tucker, LLP

Internal

Address: _____

Street Address: 611 Anton Blvd., Suite 1400

City: Costa Mesa

State: CA Zip: 92626

Phone Number: 714-641-5100

Fax Number: 714-546-9035

Email Address: _____

6. Total number of applications and registrations involved:

4

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 115.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information

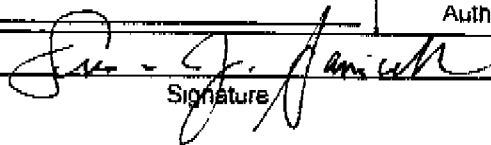
a. Credit Card Last 4 Numbers _____

Expiration Date _____

b. Deposit Account Number 502191

Authorized User Name Susan Barricella

9. Signature:



Signature

July 24, 2006

Date

Susan Barricella

Name of Person Signing

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

3

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

American LegalNet, Inc.
www.USCourtForms.com

TRADEMARK

REEL: 003355 FRAME: 0275

700277543

RELEASE OF SECURITY INTEREST

Pleasant Street Investors, LLC, a California limited liability company ("Pleasant Street"), does hereby release any and all security interest in and to the assets of Overhill Farms, Inc., a Nevada corporation ("Overhill Farms"), including:

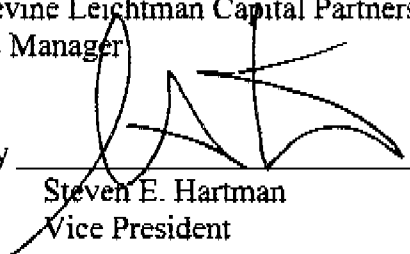
1. The mark FLORENCE PASTA & CHEESE, U.S. Trademark Registration No. 1555943, which was granted under that certain First Amendment to Loan and Security Agreement dated as of August 23, 2000, by and between Union Bank of California, N.A. ("Union Bank"), Overhill Farms and Overhill L.C., which security interest was assigned to Pleasant Street pursuant to that certain Assignment of Patent, Trademark and Copyright Security Agreement dated April 16, 2003, by and between Union Bank and Pleasant Street;
2. The mark FLORENCE PASTA & CHEESE and Design, U.S. Trademark Registration No. 1557055, a security interest in which was granted under that certain First Amendment to Loan and Security Agreement dated as of August 25, 2000, by and between Union Bank, Overhill Farms and Overhill L.C., which security interest was assigned to Pleasant Street pursuant to that certain Assignment of Patent, Trademark and Copyright Security Agreement dated as of April 16, 2003, by and between Union Bank and Pleasant Street;
3. The mark LATIN CRAVINGS, U.S. Trademark Registration No. 2426195, a security interest in which was granted under that certain First Amendment to Loan and Security Agreement dated as of November 24, 1999, by and between Overhill Farms, Overhill L.C. and Union Bank, and as amended by that certain Second Amendment to Security Agreement dated as of October 29, 2002, by and between Overhill Farms, Overhill L.C. and Union Bank, which security interest was assigned to Pleasant Street pursuant to that certain Assignment of Patent, Trademark and Copyright Security Agreement dated as of April 16, 2003, by and between Union Bank and Pleasant Street; and
4. The mark OVERHILL FARMS, U.S. Trademark Registration No. 1228615, a security interest in which was granted under that certain First Amendment to Loan and Security Agreement dated as of November 24, 1999, by and between Overhill Farms, Overhill L.C. and Union Bank, which security interest was assigned to Pleasant Street pursuant to that certain Assignment of Patent, Trademark and Copyright Security Agreement dated as of April 16, 2003, by and between Union Bank and Pleasant Street.

Furthermore, Pleasant Street grants permission to Overhill Farms to record this document with the United States Patent and Trademark Office, and to file UCC termination statements effecting the release of said security interests in all applicable jurisdictions.

Pleasant Street represents and warrants that it has the full and complete power and authority to enter into this Agreement and to release the claims being released herein, and that the execution and delivery of this Agreement has been duly authorized by all necessary action on the part of Pleasant Street.

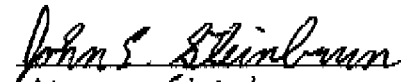
PLEASANT STREET INVESTORS, LLC

By: Levine Leichtman Capital Partners, Inc.,
its Manager

By 
Steven E. Hartman
Vice President

AGREED AND ACCEPTED as
of the first date written above

OVERHILL FARMS, INC.
a Nevada corporation

By: 
Name: John L. Steinbrun
Title: Chief Financial Officer

RUTAN & TUCKER, LLP

Attorneys at Law

611 Anton Boulevard, 14th Floor

Costa Mesa California 92626-1931

Mailing Address: Post Office Box 1950, Costa Mesa, California 92628-1950

Telephone: 714.641.5100

Facsimile 714.546.9035

FACSIMILE TRANSMISSIONDATE: **JULY 24, 2006**To: Hard Copy to Follow via Mail: **NO**

NAME	FAX NO.	PHONE NO.
USPTO Assignment Division	571-273-0140	

FROM: **Sara Geer - 2081**RE: **Recordation of Release of Security Interest**

CLIENT/MATTER No.: 022714-0008	NUMBER OF PAGES, INCLUDING COVER: 4
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MESSAGE:

Please find attached Release of Security Interest for recordation.

THE INFORMATION CONTAINED IN THIS FACSIMILE MESSAGE IS INTENDED FOR THE USE OF THE INDIVIDUAL OR ENTITY TO WHICH IT IS ADDRESSED, AND MAY CONTAIN INFORMATION THAT IS PRIVILEGED AND CONFIDENTIAL. IF THE READER OF THIS MESSAGE IS NOT THE INTENDED RECIPIENT OR AGENT RESPONSIBLE TO DELIVER THE MESSAGE TO THE INTENDED RECIPIENT, YOU ARE HEREBY NOTIFIED THAT ANY DISSEMINATION, DISTRIBUTION OR COPYING OF THIS COMMUNICATION IS STRICTLY PROHIBITED. IF YOU HAVE RECEIVED THIS COMMUNICATION IN ERROR, PLEASE NOTIFY US IMMEDIATELY BY TELEPHONE AND RETURN THE ORIGINAL MESSAGE TO US AT THE ABOVE ADDRESS VIA THE U.S. POSTAL SERVICE. THANK YOU.

If there are problems receiving this Fax Transmittal please call 714.641.5100, Ext. 1235.

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RECORDED: 07/24/2006

TRADEMARK
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