

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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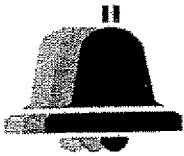
SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CAMINO REAL FOODS, INC.		03/21/2007	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	THE CIT GROUP/COMMERCIAL SERVICES, INC.		
Street Address:	300 South Grand Avenue, 10th Floor		
City:	Los Angeles		
State/Country:	CALIFORNIA		
Postal Code:	90071		
Entity Type:	CORPORATION: NEW YORK		
PROPERTY NUMBERS Total: 12			
Property Type	Number	Word Mark	
Registration Number:	2611876	CAMINO REAL	
Registration Number:	2706030	CAMINO REAL FOODS	
Registration Number:	2891912	MEXICAN FIESTA	
Registration Number:	2679729	TAXCO	
Registration Number:	2793548	TAXCO	
Registration Number:	2812925		
Registration Number:	2555458	TINA'S	
Registration Number:	2128179	TINA'S	
Registration Number:	2509744	TINA'S	
Registration Number:	1441368	TINA'S	
Registration Number:	1420681	TINY TACOS	
Registration Number:	2665915	CAMINO REAL FOODS	
CORRESPONDENCE DATA			

CH \$315.00 2611876

Fax Number: (949)720-0182
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (949) 224-6428
Email: pkamath@buchalter.com
Correspondent Name: Pia S. Kamath
Address Line 1: 18400 Von Karman Avenue, Suite 800
Address Line 4: Irvine, CALIFORNIA 92612

ATTORNEY DOCKET NUMBER:	C3756-0006
NAME OF SUBMITTER:	Pia S. Kamath
Signature:	/Pia S. Kamath/
Date:	04/11/2007

Total Attachments: 5
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CAMINO REAL FOODS, INC.

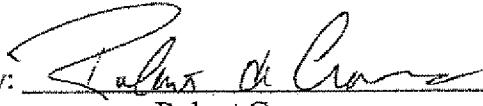
**MEMORANDUM OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

CAMINO REAL FOODS, INC., a California corporation, whose address is 2638 E. Vernon Avenue, Vernon, California 90058 ("Debtor") hereby acknowledges that it has granted to THE CIT GROUP/COMMERCIAL SERVICES, INC., a New York corporation, whose address is 300 South Grand Avenue, 10th Floor, Los Angeles, California 90071 (the "Secured Party"), a security interest in and to all of the Debtor's right, title and interest in and to: (a) the trademark and trademark registrations and applications therefor which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by Debtor (the "Trademarks"), together with the goodwill and assets of the business; (b) the patents and patent applications which are identified on Exhibit B attached hereto and herein incorporated by this reference owned by Debtor (the "Patents"); and (c) the copyright registrations which are identified on Exhibit C attached hereto and herein incorporated by this reference owned by Debtor (the "Copyrights") to which such Trademarks, Patents, and Copyrights are appurtenant and all actions for infringement concerning the foregoing.

The terms and conditions of the aforementioned security interest are contained in that certain Financing Agreement dated as of March 21, 2007 (the "Agreement"), entered into between the Debtor and Secured Party, as security for the obligations as set forth in the Agreement and other agreements referred to therein. Nothing contained in this Memorandum of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which Secured Party may have in any other collateral described in the Agreement or otherwise.

IN WITNESS WHEREOF, the undersigned has duly executed this document as of the 21st day of March, 2007.

CAMINO REAL FOODS, INC.,
a California corporation

By: 
Name: Robert Cross
Title: President & CEO

S-1
Memorandum of Security Interest
in Intellectual Property

TRADEMARK
REEL: 003520 FRAME: 0158

EXHIBIT A

TRADEMARKS

<u>Mark</u>	<u>Registration No./ Application No.</u>	<u>Registration Date/ File Date</u>
CAMINO REAL BRAND & Design	2611876	08/27/2002
CAMINO REAL FOODS	2665915	12/24/2002
CAMINO REAL FOODS & (Three Bells) Design (8)	2706030	04/15/2003
MEXICAN FIESTA	2891912	10/05/2004
TAXCO	2679729	01/28/2003
TAXCO & Castle Design (7)	2793548	12/16/2003
TEXAS Landscape Design	2812925	02/10/2004
TINA'S	2555458	04/02/2002
TINA'S & Black Square Design	2128179	01/13/1998
TINA'S & Box Design	2509744	11/20/2001
TINA'S & Circle Design	1441368	06/02/1987
TINY TACOS (Stylized Lettering)	1420681	12/09/1986

Exhibit A

EXHIBIT B

PATENTS

Patent

**Registration No./
Application No.**

**Issue Date/
File Date**

None reported by Borrower.

Exhibit B

EXHIBIT C
COPYRIGHTS

None reported by Borrower.

Exhibit C

BN 1171206v1

RECORDED: 04/11/2007

TRADEMARK
REEL: 003520 FRAME: 0161