

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Union Bank of California, N.A.		07/23/2007	National Banking Association:

RECEIVING PARTY DATA	
Name:	Alexia Foods, Inc.
Street Address:	51-02 21st Street
Internal Address:	#3B
City:	Long Island
State/Country:	NEW YORK
Postal Code:	11101
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Serial Number:	78403119	ALEXIA OVEN BLENDS
Serial Number:	76538758	OVEN CRINKLES
Serial Number:	78405678	ALEXIA SKILLET FRIES
Serial Number:	76493132	MORNING FRIES
Serial Number:	76337086	ALEXIA
Serial Number:	76337084	ALEXIA
Serial Number:	76442442	ALEXIA HANNA GOLD
Serial Number:	76337085	ALEXIA YUKON GOLD
Serial Number:	76337087	ALEXIA OVEN FRIES
Serial Number:	76444371	OVEN REDS
Serial Number:	78392793	ALEXIA MOZZARELLA STIX
Serial Number:	78392797	ALEXIA MUSHROOM BITES
Serial Number:	78392785	ALEXIA ONION RINGS

OP \$390.00 78403119

Serial Number:	76503520	COUNTRY REDS
Serial Number:	76507493	NORTHWEST RUSSET

**CORRESPONDENCE DATA**

Fax Number: (402)952-6870  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 4023413070  
Email: trademark@mcgrathnorth.com  
Correspondent Name: Tracy L. Deutmeyer  
Address Line 1: 1601 Dodge Street  
Address Line 2: Suite 3700 First National Tower  
Address Line 4: Omaha, NEBRASKA 68102

NAME OF SUBMITTER:	Tracy L. Deutmeyer
Signature:	/Tracy L. Deutmeyer/
Date:	08/24/2007

**Total Attachments: 4**  
source=Alexia-payoff-letter#page1.tif  
source=Alexia-payoff-letter#page2.tif  
source=Alexia-payoff-letter#page3.tif  
source=Alexia-payoff-letter#page4.tif

UNION BANK OF CALIFORNIA, N.A.  
445 S. FIGUEROA STREET, 13<sup>TH</sup> FLOOR  
Los Angeles, CA 90071

PAYOFF LETTER AND RELEASE

July 23, 2007

Alexia Foods, Inc. ("Borrower")  
51-02 21<sup>st</sup> Street  
Long Island City, NY 11101  
Attention: Alexander Dzieduszycki  
Facsimile: (718) 937-0110

Re: Terminations of the Promissory Note, Security Agreement and Equity Contribution Agreement between Borrower, TSG3 L.P. and Union Bank of California, N.A. and Release

Ladies and Gentlemen:

All of the liabilities, obligations and indebtedness owed by Borrower to the undersigned under the Promissory Note, dated as of September 9, 2004, as amended January 31, 2005, September 5, 2005, and November 7, 2006 ("Promissory Note"), by and between Alexia Foods, Inc. in favor of Union Bank of California, N.A., and the Security Agreement, dated as of September 9, 2004 ("Security Agreement") by and between Alexia Foods, Inc. and Union Bank of California, N.A. and the other Loan Documents (as defined in the Promissory Note) have been paid in full, other than for contingent indemnification obligations for which a claim has not been asserted, and the liens and security interests of the undersigned in any and all of the property of Borrower securing its obligations under the Security Agreement hereby were and are released and terminated automatically without any further action by any person.

The undersigned hereby authorizes Borrower to file on behalf of the undersigned Uniform Commercial Code termination statements, and the undersigned further agrees to execute and deliver to Borrower any other Uniform Commercial Code termination statements, mortgage releases, and other releases, terminations and satisfactions of the undersigned's liens on, and security interests in, Borrower's property as are reasonably necessary to evidence the satisfaction of Borrower's obligations to the undersigned under the Promissory Note, the Security Agreement and the other Loan Documents and the termination of the undersigned's interest in all collateral held with respect thereto, in each case at the expense of the Borrower. To the extent not already delivered, the undersigned also agrees to send to Borrower within five business days of the payoff, any certificates, notes or other

TSG3 L.P.  
Alexia Foods, Inc.  
July 23, 2007  
Page 2

instruments held by the undersigned as collateral. Finally, the undersigned confirms that all lock box accounts, blocked accounts and similar accounts and agreements, if any, with respect to the Borrower have been terminated.

**[SIGNATURE APPEARS ON THE FOLLOWING PAGE]**

Very truly yours,

**UNION BANK OF CALIFORNIA, N.A.**

By: *Matthew R. Krajniak*  
Name: Matthew R. Krajniak  
Title: Assistant Vice President

Agreed to and Accepted as of the date  
first written above:

**ALEXIA FOODS, INC.**

By: \_\_\_\_\_  
Alexander Dzieduszycki  
President


Very truly yours,

**UNION BANK OF CALIFORNIA, N.A.**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Agreed to and Accepted as of the date  
first written above:

**ALEXIA FOODS, INC.**

By:  \_\_\_\_\_  
Alexander Dzeduszycki  
President

[Alexia UBOC Note Release Letter]