

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
PM Franchise Brands, LLC		09/07/2007	LIMITED LIABILITY COMPANY:

RECEIVING PARTY DATA

Name:	BTMU Capital Corporation
Street Address:	111 Huntington Avenue
Internal Address:	Suite 400
City:	Boston
State/Country:	MASSACHUSETTS
Postal Code:	02199-8001
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	1818250	PRETZELMAKER WORLD'S BEST SOFT PRETZEL
Registration Number:	2883057	WRAPZEL
Registration Number:	2858980	SERVING THE WORLD A PRETZEL AND A SMILE
Registration Number:	2935161	PRETZELMAKER
Registration Number:	2938148	PRETZELMAKER
Registration Number:	2105000	CINNFULLY DELICIOUS
Registration Number:	2103010	HOWLIN' JALAPENO

CORRESPONDENCE DATA

Fax Number: (212)310-1659
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 212 626-4557
 Email: lisa.w.rosaya@bakernet.com
 Correspondent Name: Lisa W. Rosaya

CH \$190.00 1818250

Address Line 1: 1114 Avenue of the Americas
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ATTORNEY DOCKET NUMBER:	PM FRANCHISING, LLC
NAME OF SUBMITTER:	Lisa W. Rosaya
Signature:	/lwr/
Date:	09/14/2007

Total Attachments: 2
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CONFIRMATION OF SECURITY INTEREST IN U.S. TRADEMARKS

KNOW ALL MEN BY THESE PRESENTS:

THAT, BTMU CAPITAL CORPORATION, pursuant to a Security Agreement and Security Agreement Supplement dated September 7, 2007 executed by BTMU Capital Corporation, NexCen Holding Corporation (f/k/a NexCen Acquisition Corp.), PM Franchise Brands, LLC and PM Franchising, LLC, has acquired a security interest in the U.S. trademarks, and the goodwill associated therewith, owned by PM FRANCHISE BRANDS, LLC, including without limitation the trademark registrations and application listed on Exhibit A attached hereto and by filing of this instrument with the U.S. Patent and Trademark Office, PM FRANCHISE BRANDS, LLC hereby confirms the valid and binding nature of the aforementioned security interest.

PM FRANCHISE BRANDS, LLC

DATED: September 7, 2007

By: 

Name: JAMES HARAN

Title: EXECUTIVE VICE PRESIDENT

Address: 1330 Avenue of the Americas
New York, New York 10019

EXHIBIT A

File No.	Trademark	Status	Country	Registration No.	Registrations Date
TM00410	PRETZELMAKER WORLD'S BEST SOFT PRETZEL (& Design)	Registered	UNITED STATES	1,818,250	1/25/1994
TM00427	WRAPZEL	Registered	UNITED STATES	2,883,057	9/7/2004
TM00426	SERVING THE WORLD A PRETZEL AND A SMILE	Registered	UNITED STATES	2,858,980	6/29/2004
TM00694	PRETZELMAKER	Registered	UNITED STATES	2,935,161	3/22/2005
TM00695	PRETZELMAKER	Registered	UNITED STATES	2,938,148	4/5/2005
TM00406	CINNFULLY DELICIOUS	Registered	UNITED STATES	2,105,000	10/14/1997
TM00754	HOWLIN' JALAPENO	Registered	UNITED STATES	2, 103, 010	10/7/1997

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