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
CapitalSource Finance LLC		106/25/2008	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Bruegger's Enterprises, Inc.	
Street Address:	5200 Town Center Circle	
Internal Address:	Suite 470	
City:	Boca Raton	
State/Country:	FLORIDA	
Postal Code:	33486	
Entity Type:	CORPORATION: DELAWARE	

PROPERTY NUMBERS Total: 15

4540744	
1513741	BRUEGGER'S
1776884	THE BEST THING ROUND
1790827	BRUEGGER'S BAGEL BAKERY FRESH BAGELS
1790828	BRUEGGER'S FRESH BAGEL BAKERY
1792050	BRUEGGER'S
2054478	
2054916	BAGELNET
2054479	BRUEGGER'S BAGELS BAKED FRESH
2066966	LEONARDO DA VEGGIE
2069341	HOT SHOT TURKEY
2069340	HERBY TURKEY
2123032	
2706982	SOFTWICH
	1790827 1790828 1792050 2054478 2054916 2054479 2066966 2069341 2069340 2123032

REEL: 003830 FRAME: 0124

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Registration Number:	3197945	BRUEGGER'S-WORTHY
Registration Number:	3273293	BRUEGGER'S BAKED FRESH

CORRESPONDENCE DATA

Fax Number: (212)446-4900

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 2129093078

Email: szablocki@kirkland.com

Correspondent Name: Susan Zablocki; Kirkland & Ellis LLP

Address Line 1: 153 East 53rd Street

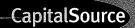
Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	38233-206 BRUEGGER'S
NAME OF SUBMITTER:	Susan Zablocki
Signature:	//susan zablocki//
Date:	08/06/2008

Total Attachments: 1

source=Bruegger's CapitalSource release of security interest in trademark#page1.tif

TRADEMARK REEL: 003830 FRAME: 0125



4445 Willard Avenue Twelfth floor Chevy Chase, MD 20815 phone: 301 841 2700 www.capitalsource.com

NOTICE OF RELEASE OF SECURITY INTEREST IN TRADEMARK

WHEREAS, by an Amended and Restated Trademark Security Agreement and Collateral Assignment dated as of February 12, 2008, recorded in the United States Patent and Trademark Office on February 29, 2008, Bruegger's Enterprises, Inc., a Delaware corporation (BEI), BF Holding, Inc., a Delaware corporation (BFH), Bruegger's Franchise Corporation, a Delaware corporation (BFC), and Three Bells Bagels, Inc., a Delaware corporation (TBB), as Borrowers and Credit Parties, Bruegger's Holding Corp. (Holdings'), as a Guarantor and an additional Credit Party (BEI, BFH, BFC, TBB and Holdings, each a "Grantor' and collectively, the 'Grantors') (the "Assignor') assigned to and granted to CapitalSource Finance LLC, as Agent ('Assigned'), a security interest in all right, title and interest of Assignor in and to United States Trademark Numbers 1513741; 1776884; 1790827; 1790828; 1792050; 2054478; 2054916; 2054479; 2066966; 2069341; 2069340; 2123032; 2706982; 3197945; and 3273293 (the 'Trademarks').

WHEREAS, Assignee wishes to provide a document suitable for recording in the United States Patent and Trademark office for purposes of recording the release, relinquishment and discharge of its security interest in the Trademarks;

NOW, THEREFORE, in consideration of and in exchange for good and valuable consideration, Assignee hereby relinquishes, releases and discharges its security interest in the Trademarks.

IN WITNESS WHEREOF, the Assignee has caused this Notice of Release of Security Interest in Trademarks to be duly executed as of June 25, 2008.

CAPITALSOURCE FINANCE LLC, as Agent

By:

Name: Title: Peggy Balsawer Associate General Counsel Corporate Finance

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RECORDED: 08/06/2008

TRADEMARK REEL: 003830 FRAME: 0126