

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
CapitalSource Finance LLC		06/25/2008	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			
Property Type	Number	Word Mark	
Registration Number:	1513741	BRUEGGER'S	
Registration Number:	1776884	THE BEST THING ROUND	
Registration Number:	1790827	BRUEGGER'S BAGEL BAKERY FRESH BAGELS	
Registration Number:	1790828	BRUEGGER'S FRESH BAGEL BAKERY	
Registration Number:	1792050	BRUEGGER'S	
Registration Number:	2054478		
Registration Number:	2054916	BAGELNET	
Registration Number:	2054479	BRUEGGER'S BAGELS BAKED FRESH	
Registration Number:	2066966	LEONARDO DA VEGGIE	
Registration Number:	2069341	HOT SHOT TURKEY	
Registration Number:	2069340	HERBY TURKEY	
Registration Number:	2123032		
Registration Number:	2706982	SOFTWICH	

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TRADEMARK
REEL: 003830 FRAME: 0124

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
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NAME OF SUBMITTER:	Susan Zablocki
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Signature:	//susan zablocki//
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Date:	08/06/2008
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Total Attachments: 1
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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 ('Assignee'), 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