

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
Wachovia Bank, National Association		09/24/2008	Association:

RECEIVING PARTY DATA

Name:	Marie Callender Pie Shops, Inc.
Street Address:	27801 Alsio Creek Road
Internal Address:	Suite 200
City:	Aliso Viejo
State/Country:	CALIFORNIA
Postal Code:	92656
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Registration Number:	1719136	CALLENDER'S
Registration Number:	2851850	MADE WITH THE CARE OF MARIE
Registration Number:	1480957	MARIE CALLENDER'S
Registration Number:	1771650	MARIE CALLENDER'S
Registration Number:	1024794	MARIE CALLENDER'S
Registration Number:	1025427	MARIE CALLENDER'S
Registration Number:	3107917	MARIE CALLENDER'S GRILL
Registration Number:	2592059	MARIE CALLENDER'S RESTAURANT & BAKERY
Registration Number:	3190897	RAZZLEBERRY
Serial Number:	78353852	CORONA BAKERY
Serial Number:	78231897	GET TO KNOW US OVER DINNER

CORRESPONDENCE DATA

CH \$290.00 1719136

Fax Number: (202)408-3141
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 202-408-3121 x2348
Email: jpaterso@cscinfo.com
Correspondent Name: Corporation Service Company
Address Line 1: 1090 Vermont Avenue NW, Suite 430
Address Line 2: Attn: Jean Paterson
Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER:	735916
NAME OF SUBMITTER:	Jean Paterson
Signature:	/Jean Paterson/
Date:	09/25/2008

Total Attachments: 4

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**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Wachovia Bank, National Association

- Individual(s)
- General Partnership
- Corporation-State
- Other _____
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Release of 2006 Trademark Sec. Agt
- Merger
- Change of Name

Execution Date: 09/24/2008

2. Name and address of receiving party(ies)

Name: Marie Callender Pie Shops, Inc.

Internal Address: 27081 Aliso Creek Road

Street Address: Suite 200

City: Aliso Viejo State: CA Zip: 92656

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State California
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) 78/353,852 and 78/231,897

B. Trademark Registration No.(s) 1,719,136 and add'l numbers on attached Schedule I

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Maureen P. Murphy, Legal Assistant

Internal Address: _____
Cahill Gordon & Reindel LLP

Street Address: 80 Pine Street

City: New York State: NY Zip: 10005

6. Total number of applications and registrations involved: _____

11

7. Total fee (37 CFR 3.41).....\$ _____

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.

Maureen P. Murphy

Name of Person Signing

Maureen P. Murphy
Signature

09/24/2008

Date

Total number of pages including cover sheet, attachments, and document: **4**

RELEASE OF TRADEMARK SECURITY AGREEMENT

THIS RELEASE OF TRADEMARK SECURITY AGREEMENT (this "Release") is made as of September 24, 2008 (the "Effective Date") by WACHOVIA BANK, NATIONAL ASSOCIATION (the "Collateral Agent") in favor of MARIE CALLENDER PIE SHOPS, INC. (the "Pledgor").

WHEREAS, pursuant to the terms and conditions of that certain Security Agreement, dated as of May 3, 2006, between the Pledgor and the Collateral Agent (the "Security Agreement"), the Pledgor pledged and granted to the Collateral Agent a lien on and security interest in all of its right, title and interest in, to and under the trademark registrations and applications set forth on Schedule I hereto together with the goodwill associated therewith and all Proceeds of any and all of the foregoing (the "Trademarks");

WHEREAS, the Trademark Security Agreement was recorded with the Trademarks Division of the U.S. Patent & Trademark Office on May 12, 2006 at Reel 3307 and Frame 0217;

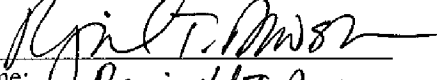
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Collateral Agent hereby terminates the Security Agreement, and hereby terminates, cancels, re-pledges, reassigns and releases any and all security interests it has against the Trademarks.

If and to the extent the Collateral Agent has acquired any right, title or interest to the Trademarks or any other of the Pledgor's intellectual property, it hereby assigns and transfers such rights, title or interest to the Pledgor.

The Collateral Agent shall take all further actions, and provide to the Pledgor its successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), requested by the Pledgor to more fully and effectively effectuate the purposes of this Release.

IN WITNESS WHEREOF, The Collateral Agent has caused this Release to be executed by its duly authorized representative as of the Effective Date:

WACHOVIA BANK, NATIONAL ASSOCIATION

By: 
Name: Reginald T. Dawson
Title: Managing Director

[*Trademark Security Release - 2006 Security Agreement*]

Schedule I

TRADEMARK SECURITY AGREEMENT
TRADEMARK REGISTRATIONS AND TRADEMARK APPLICATIONS

Trademark Registrations:

OWNER	REGISTRATION NUMBER	TRADEMARK
Marie Callender Pie Shops, Inc.	1,719,136	CALLENDER'S
Marie Callender Pie Shops, Inc.	2,851,850	MADE WITH THE CARE OF MARIE
Marie Callender Pie Shops, Inc.	1,480,957	MARIE CALLENDER'S
Marie Callender Pie Shops, Inc.	1,771,650	MARIE CALLENDER'S
Marie Callender Pie Shops, Inc.	1,024,794	MARIE CALLENDER'S
Marie Callender Pie Shops, Inc.	1,025,427	MARIE CALLENDER'S
Marie Callender Pie Shops, Inc.	3,107,917	MARIE CALLENDER'S GRILL
Marie Callender Pie Shops, Inc.	2,592,059	MARIE CALLENDER'S RESTAURANT & BAKERY
Marie Callender Pie Shops, Inc.	3,190,897	RAZZLEBERRY

Trademark Applications:

OWNER	APPLICATION NUMBER	TRADEMARK
Marie Callender Pie Shops, Inc.	78/353,852	CORONA BAKERY
Marie Callender Pie Shops, Inc.	78/231,897	GET TO KNOW US OVER DINNER