

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
HOME MARKET FOODS, INC.		12/23/2009	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	KEY PRINCIPAL PARTNERS CORP.		
Street Address:	9 Greenwich Office Park		
City:	Greenwich		
State/Country:	CONNECTICUT		
Postal Code:	06831		
Entity Type:	CORPORATION: OHIO		
PROPERTY NUMBERS Total: 18			
Property Type	Number	Word Mark	
Serial Number:	77641522	WHAT GOES AROUND . . . TASTES INCREDIBLE	
Serial Number:	77436955	ROLLERBURGER	
Serial Number:	76684675	BURGERDOGS	
Serial Number:	76674842	EASY BITES	
Registration Number:	2357473	THE BURGERS YOU EAT LIKE HOT DOGS	
Registration Number:	2742969	COOKED PERFECT	
Registration Number:	2946566	NUTRISTRIPS	
Registration Number:	3037363	FREEZER QUEEN	
Registration Number:	1601137	RIVERVIEW PIT BARBECUE	
Registration Number:	3015848	ROLLERWRAPS	
Registration Number:	3031287	FREEZER QUEEN	
Registration Number:	2133013	HOMESTYLE TASTE YOU CAN TRUST	
Registration Number:	2782711	SAVOR THE ORIENT IN MINUTES	
Registration Number:	2054194	SAUSAGETIZERS	

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Registration Number:	2261730	HOME MARKET
Registration Number:	2937582	PAPA LUIGI
Registration Number:	2400643	ROLLERBITES
Registration Number:	2537356	FAMILY BUFFET

CORRESPONDENCE DATA

Fax Number: (212)554-7700
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 212 5547800
Email: jomelia@mosessinger.com, lbuchanan@mosessinger.com
Correspondent Name: Joshua O'Melia
Address Line 1: 405 Lexington Avenue
Address Line 2: The Chrysler Building
Address Line 4: New York, NEW YORK 10174

ATTORNEY DOCKET NUMBER: 06690-124

NAME OF SUBMITTER: Joshua O'Melia

Signature: /jomelia/

Date: 12/24/2009

Total Attachments: 4
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Security Agreement

Trademarks

WHEREAS, HOME MARKET FOODS, INC., a Delaware corporation ("**Borrower**"), has adopted, used and is using the trademarks and service marks listed in Schedule A attached hereto and made a part hereof, which trademarks and service marks are registered or pending registration in the United States Patent and Trademark Office, and has adopted, used and is using the common law trademarks, service marks and trade names listed in Schedule B attached hereto and made a part hereof (collectively, the "**Trademarks**");

WHEREAS, Borrower is obligated to KEY PRINCIPAL PARTNERS CORP. ("**Agent**"), as agent for the Lenders set forth in the Credit Agreement (as defined in the Security Agreement), and has entered into an Intellectual Property Security Agreement dated the date hereof (the "**IP Agreement**") in favor of Agent;

WHEREAS, pursuant to the IP Agreement, Borrower has granted to Agent, for the benefit of Lenders, a security interest in, and mortgage on, all right, title and interest of Borrower in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof, all as more fully described in the IP Agreement (the "**Collateral**"), to secure the payment, performance and observance of the Obligations, as defined in the IP Agreement; and

WHEREAS, this Agreement does not supersede, amend, modify, revise or limit the IP Agreement, and is intended to supplement the IP Agreement and evidence and perfect Agent's security interest in the Collateral.

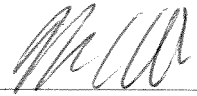
NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Borrower does hereby further grant to Agent a security interest in, and mortgage on, the Collateral to secure the prompt payment, performance and observance of the Obligations.

Borrower does hereby further acknowledge and affirm that the rights and remedies of Agent with respect to the assignment of, security interest in and mortgage on the Collateral made and granted hereby are more fully set forth in the IP Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

Agent's address is 9 Greenwich Office Park, Greenwich, Connecticut 06831.

IN WITNESS WHEREOF, Borrower has caused this Agreement to be duly executed by its duly authorized officer as of the 22 day of December, 2009.


HOME MARKET FOODS, INC.

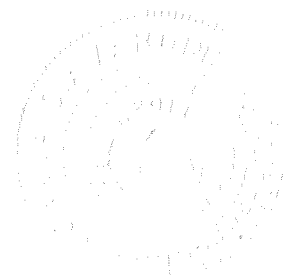
By: 
Name: Wesley ATAMIAN
Title: PRESIDENT

STATE OF MASSACHUSETTS :
COUNTY OF NORFOLK : ss.

Before me, a notary public, in and for the State and County aforesaid, on this 23 day of December, 2009, personally appeared WESLEY ATAMIAN, who acknowledged himself to be the PRESIDENT of Home Market Foods, Inc., and proved to me through satisfactory evidence his identity and having been by me first duly sworn, did acknowledge the foregoing instrument as his/her free deed and act, signed, sealed and delivered by her on the purposes herein stated and intending to be legally bound thereby, intending for the same to be effective as of the ___ day of December, 2009.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.


Notary Public



SCHEDULE A

Registered Trademarks

Registration No. 2,357,473 for THE BURGERS YOU EAT LIKE HOT DOGS. Registered on June 13, 2000.

Registration No. 2,742,969 for COOKED PERFECT. Registered on July 29, 2003.

Registration No. 2,946,566 for NUTRISTRIPS. Registered on May 3, 2005.

Registration No. 3,037,363 for FREEZER QUEEN. Registered on Jan. 3, 2006.

Registration No. 1,601,137 for RIVERVIEW PIT BARBECUE and Design. Registered on June 12, 1990.

Registration No. 3,015,848 for ROLLERWRAPS. Registered on November 15, 2005.

Registration No. 3,031,287 for FREEZER QUEEN and Design. Registered on Dec. 20, 2005.

Registration No. 2,133,013 for HOMESTYLE TASTE YOU CAN TRUST. Registered on Jan. 27, 1998.

Registration No. 2,728,711 for SAVOR THE ORIENT IN MINUTES. Registered on Nov. 11, 2003.

Registration No. 2,054,194 for SAUSAGETIZERS and Design. Registered on April 22, 1997.

Registration No. 2,261,730 for HOME MARKET. Registered on July 13, 1999.

Registration No. 2,937,582 for PAPA LUIGI. Registered on April 5, 2005.

Registration No. 2,400,643 for ROLLERBITES. Registered on October 31, 2000.

Registration No. 2,537,356 for FAMILY BUFFET. Registered on February 5, 2002.

Pending Trademark Applications

Serial No. 77/641,522 for WHAT GOES AROUND...TASTES INCREDIBLE. Filed on December 30, 2008

Serial No. 77/436,955 for ROLLERBURGER. Filed on April 1, 2008

Serial No. 76/684,675 for BURGERDOGS. Filed on December 6, 2007

Serial No. 76/674,842 for EASY BITES. Filed on March 30, 2007

SCHEDULE B

U.S. Common Law Trademarks/Service Marks

Trademark/Service Marks

Date of First Use

Comment

None.

Common Law Trade Names

Trade Name

Date of First Use

Comment

None.