

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:	Bank of America, N.A.
Street Address:	2001 Market Street
Internal Address:	Two Commerce Square, Suite 2610
City:	Philadelphia
State/Country:	PENNSYLVANIA
Postal Code:	19103
Entity Type:	National Association: UNITED STATES

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
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
Registration Number:	2261730	HOME MARKET
Registration Number:	2937582	PAPA LUIGI
Registration Number:	2400643	ROLLERBITES

CH \$465.00 2357473

Registration Number:	2537356	FAMILY BUFFET
Serial Number:	77641522	WHAT GOES AROUND . . . TASTES INCREDIBLE
Serial Number:	77436955	ROLLERBURGER
Serial Number:	76684675	BURGERDOGS
Serial Number:	76674842	EASY BITES

CORRESPONDENCE DATA

Fax Number: (215)564-8120
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 215-564-8000
Email: svictor@stradley.com
Correspondent Name: Sheila Victor/Christopher W. Rosenbleeth
Address Line 1: Stradley Ronon Stevens & Young, LLP
Address Line 2: 2600 One Commerce Square
Address Line 4: Philadelphia, PENNSYLVANIA 19103

ATTORNEY DOCKET NUMBER:	180017-0021
NAME OF SUBMITTER:	Sheila Victor
Signature:	/Sheila Victor/
Date:	01/06/2010

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 BANK OF AMERICA, N.A. ("Lender"), and has entered into an Intellectual Property Security Agreement dated the date hereof (the "IP Agreement") in favor of Lender;

WHEREAS, pursuant to the IP Agreement, Borrower has granted to Lender 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 Lender'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 Lender 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 Lender 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.

Lender's address is Two Commerce Square, 2001 Market Street, Suite 2610, Philadelphia, Pennsylvania 19103.

IN WITNESS WHEREOF, Borrower has caused this Agreement to be duly executed by its duly authorized officer as of the 27 day of December, 2009.

HOME MARKET FOODS, INC.

By: _____

Name: _____

Title: _____

Wesley Attarian
Wesley Attarian
President

B # 1061106 v.1

TRADEMARK
REEL: 004125 FRAME: 0850

STATE OF MASSACHUSETTS :
 : ss.
COUNTY OF NORFOLK :

Before me, a notary public, in and for the State and County aforesaid, on this 23 day of December, 2009, personally appeared Wesley Ataman, 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.

Joanna Carloni
Notary Public

SCHEDULE A

Registered Trademarks

- Registration No. 2,357,473 for THE BURGERS YOU EAST 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.