

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
MIDSTATES CAPITAL, L.P.		08/01/2011	LIMITED PARTNERSHIP: KANSAS

RECEIVING PARTY DATA

Name:	PB-MMR, LLC (formerly MAMA ROSA'S LLC)
Street Address:	C/O PLAZA BELMONT FUND II, LLC
Internal Address:	8016 STATE LINE ROAD, SUITE 215
City:	SHAWNEE MISSION
State/Country:	KANSAS
Postal Code:	66208
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	1478896	OUR OLD ITALIAN BRAND
Registration Number:	1493392	MAMA ROSA'S
Registration Number:	1879961	MAMA ROSA'S
Registration Number:	1896371	OLD ITALIAN BRAND
Registration Number:	2409419	MINI MAMA'S
Registration Number:	2913430	LUNCH AROUND
Registration Number:	2428472	MAMA ROSA'S BY THE SLICE

CORRESPONDENCE DATA

Fax Number: (212)446-4900
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: susan.zablocki@kirkland.com
 Correspondent Name: Susan Zablocki
 Address Line 1: Kirkland & Ellis LLP

900200359

**TRADEMARK
 REEL: 004609 FRAME: 0701**

CH \$190.00 1478896

Address Line 2: 601 Lexington Avenue
Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER: 22783-15

NAME OF SUBMITTER: Susan Zablocki

Signature: /susan zablocki/

Date: 08/22/2011

Total Attachments: 7

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RELEASE AND TERMINATION OF SECURITY INTEREST

THIS RELEASE AND TERMINATION OF SECURITY INTEREST, dated as of August 1, 2011, is made by MIDSTATES CAPITAL, L.P. ("Agent") as collateral agent for certain noteholders (collectively "Lenders").

WHEREAS, PB-MMR, LLC (formerly known as MaMa Rosa's LLC) (the "Company") granted a security interest to the Agent, on behalf of Lenders pursuant to that certain Subordinated Intellectual Property Security Agreement, dated October 1, 2006, and recorded in the records of the United States Trademark Office on December 4, 2006, at Reel 3437 Frame 0889, and again on August 8, 2008 at Reel 3831 Frame 0744 (the "Security Interest");

WHEREAS, the Security Interest secured certain obligations from the Company in favor of the Lender (the "Obligations");

WHEREAS, the Company has satisfied and performed the Obligations in full; and

WHEREAS, the Agent, on behalf of Lenders, has agreed to terminate and release the Security Interest in all of the property described herein, including, without limitation, the Trademarks identified on Schedule 1 attached hereto.

NOW, THEREFORE, for valuable consideration, the Agent, on behalf of Lenders hereby terminates and releases the Security Interest and its lien, encumbrance and security interest in the following:

1. each trademark, trademark registration and trademark application of the Company, including, without limitation, the trademarks, trademark registrations and trademark applications referred to in Schedule 1 attached hereto and all of the goodwill symbolized thereby; and
2. each trademark license to which the Company is a party.

IN WITNESS WHEREOF, the Lender has caused this Release and Termination of Security Interest to be duly executed as of the date first set forth above.

[SIGNATURE PAGES FOLLOW]

MIDSTATES CAPITAL, L.P., as collateral agent

By: Midstates Partners, LLC, its general partner

By: *Timothy J. Keeble*
Timothy J. Keeble, Member

STATE OF KANSAS)
) ss.
COUNTY OF JOHNSON)

On this 1ST day of AUGUST, 2011, before me appeared Timothy J. Keeble, to me personally known, who, being by me duly sworn did say that he is a member of Midstates Partners, LLC, general partner of MIDSTATES CAPITAL, L.P., a limited partnership in the State of Kansas, and that said instrument was signed on behalf of said limited partnership and said member acknowledged said instrument to be the free act and deed of said limited partnership.

In Testimony Whereof, I have hereunto set my hand and affixed my official seal the day and year first above written.

Karen L. Morgan
NOTARY PUBLIC

My Commission Expires:

8-25-2011

[SEAL]



SCHEDULE 1

See Attached

INTELLECTUAL PROPERTY

Canada - Trademark Applications / Registrations

Mark	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
MAMA ROSA'S	A.M. GILARDI AND SONS, INC.	1002545	TMA561206	REGISTERED		PREPARED PIZZA, BURRITOS AND TORTILLAS

China (People's Republic Of) - Trademark Applications / Registrations

Mark	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
MAMA ROSA'S & DEVICE	CONAGRA FOODS, INC.	3412206	3412206	REGISTERED	30	COFFE; TEA; SUGAR; CONFECTIONERY; GOLDEN SYRUP; BREAD; FROZEN PIZZAS; CEREAL PREPARATIONS; SPAGHETTI; POPCORN; BEAN FLOUR; EDIBLE STARCHES; ICE CREAM; SALT; VINEGAR; MUSTARD; YEAST; ESSENCES FOR FOOD STUFFS (EXCEPT ETHERIC ESSENCE AND ESSENTIAL OILS); MEAT TENDERIZERS FOR HOUSEHOLD USE
MAMA ROSA'S	CONAGRA FOODS, INC.	3412207	3412207	REGISTERED	30	COFFE; TEA; SUGAR; CONFECTIONERY; GOLDEN SYRUP; BREAD; FROZEN PIZZAS; CEREAL PREPARATIONS; SPAGHETTI; POPCORN; BEAN FLOUR; EDIBLE STARCHES; ICE CREAM; SALT; VINEGAR; MUSTARD; YEAST; ESSENCES FOR FOOD STUFFS (EXCEPT ETHERIC ESSENCE AND ESSENTIAL OILS); MEAT TENDERIZERS FOR HOUSEHOLD USE

Hong Kong - Trademark Applications / Registrations

Mark	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
MAMA ROSA'S	CONAGRA FOODS, INC.	160372002	105752003	REGISTERED	30	COFFEE, TEA, COCOA, SUGAR, RICE, TAPIOCA, SAGO, ARTIFICIAL COFFEE, FLOUR AND PREPARATIONS MADE FROM CEREALS, BREAD, PASTRY AND CONFECTIONERY, ICES; HONEY, TREACLE; YEAST, BAKING POWDER, SALT, MUSTARD; VINEGAR, SAUCES (CONDIMENTS); SPICES; ICE; FROZEN PIZZAS
MAMA ROSA'S & DEVICE (SERIES)	CONAGRA FOODS, INC.	174082002	75942004	REGISTERED	30	COFFEE, TEA, COCOA, SUGAR, RICE, TAPIOCA, SAGO, ARTIFICIAL COFFEE, FLOUR AND PREPARATIONS MADE FROM CEREALS, BREAD, PASTRY AND CONFECTIONERY, ICES; HONEY, TREACLE; YEAST, BAKING POWDER, SALT, MUSTARD; VINEGAR, SAUCES (CONDIMENTS); SPICES; ICE; FROZEN PIZZAS

Mexico - Trademark Applications / Registrations

Mark	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
MAMA ROSA'S	A.M. GILARDI AND SONS, INC.	381739	623953	REGISTERED	30	COFFEE, TEA, COCOA, SUGAR, RICE, TAPIOCA, SAGO, COFFEE SUBSTITUTES, FLOURS AND PREPARATIONS MADE FROM CEREALS, BREAD, PASTRY AND CONFECTIONERY, ICES; HONEY, MOLASSES SYRUP; YEAST; BAKING POWDER, SALT, MUSTARD; VINEGAR, SAUCES (CONDIMENTS); SPICES; ICE, INCLUDING PREPARED PIZZA, BURRITOS AND TORTILLAS

United States - Trademark Applications / Registrations

Mark	Reg. Owner	App. #	Reg. #	Status	Classes	Goods & Services
MAMA ROSA'S	CONAGRA FOODS PACKAGED FOODS COMPANY, INC.	73/691,811	1,493,392	REGISTERED	30	PIZZAS, BURRITOS, AND TORTILLAS
MAMA ROSA'S AND DESIGN	CONAGRA FOODS PACKAGED FOODS COMPANY	74/505,652	1,879,961	RENEWED	30	PREPARED PIZZA
MAMA ROSA'S BY THE SLICE AND DESIGN	CONAGRA FOODS PACKAGED FOODS COMPANY	75/936,555	2,428,472	REGISTERED	30	PIZZA
MINI MAMA'S	CONAGRA FOODS PACKAGED FOODS COMPANY	75/651,957	2,409,419	REGISTERED	30	FROZEN PREPARED PIZZA
OUR OLD ITALIAN BRAND	CONAGRA FOODS PACKAGED FOODS COMPANY	73/664,291	1,478,896	REGISTERED	30	PREPARED PREPROCESSED PIZZA
OUR OLD ITALIAN BRAND AND DESIGN	CONAGRA FOODS PACKAGED FOODS COMPANY	74/505,665	1,896,371	RENEWED	30	PREPARED PIZZA
LUNCH AROUND	CONAGRA FOODS PACKAGED FOODS COMPANY	75/919,390	2,913,430	REGISTERED	30	PIZZA, PIZZA DOUGH, DOUGH STABILIZERS, AND DOUGH CONDITIONERS.