

RECORD
TF

10-25-1999



U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

101181680

2 original documents or copy thereof

Tab settings

To the Honorable Commissioner of Patents at:

1. Name of conveying party(ies):
Canadian Imperial Bank of Commerce

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

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

2. Name and address of receiving party(ies)

Name: Willow Foods, Inc.

Internal Address: Suite 525

Street Address: 2215 Sanders Road

City: Northbrook State: IL ZIP: 60062

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

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

3. Nature of conveyance: MFD 10-22-99

Assignment Merger
 Security Agreement Change of Name
 Other Release of Security Interest

Execution Date: October 4, 1999

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,781,584
522,115
1,646,970
1,744,683

Additional numbers attached? Yes No

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

Name: Laura Konrath

Internal Address: Winston & Strawn
33rd Floor

Street Address: 35 West Wacker Drive

City: Chicago State: IL ZIP: 60601

10/25/1999 DNGUYEN 0000098 1781584

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41).....\$ 115.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
N/A

(Attach duplicate copy of this page if paying by deposit account)

01 FC:481 40.00 OP DO NOT USE THIS SPACE
 02 FC:482 75.00 OP

9. Statement and signature.
 To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Laura Konrath
 Name of Person Signing

Signature

10/19/99
 Date

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

RELEASE OF SECURITY INTEREST

WHEREAS, WILLOW FOODS, INC. granted CANADIAN IMPERIAL BANK OF COMMERCE, as Administrative Agent for certain institutional lenders (the "Agent"), a lien on and a security interest in and to the trademarks identified in Schedule A attached hereto and by this reference made a part hereof (the "Trademarks"), pursuant to a Guarantee and Collateral Agreement dated November 26, 1997 (the "Security Agreement");

WHEREAS, notice of the Security Agreement was recorded with the United States Patent and Trademark Office on Dec. 29, 1997 at Trademark Reel 1673 at Frame 0001;

WHEREAS, the Agent desires to cancel and terminate all of its liens and security interests on or against the Trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, and intending to be legally bound hereby, the Agent hereby releases unto WILLOW FOODS, INC., effective as of the date hereof, (i) any lien or security interest in and to the Trademarks appearing on Schedule A and any foreign patents, trademarks or applications as set out in the schedules to the Security Agreement, (ii) all books and records relating to the Trademarks, (iii) any products involving the Trademarks, (iv) any and all proceeds thereof, (v) any interest ever possessed by the Agent in any claims by WILLOW FOODS, INC. against third parties for infringement of the Trademarks and the proceeds therefrom and (vi) any licensing royalties related to the Trademarks.

IN WITNESS WHEREOF, the undersigned, intending to be legally bound hereby, has executed this instrument as of October 4, 1999.

CANADIAN IMPERIAL BANK OF COMMERCE,
as Administrative Agent

By: Cheryl Root
Name: CHERYL ROOT
Title: EXECUTIVE DIRECTOR
CIBC WORLD MARKETS CORP., AS AGENT

015571-0289-02639-99A1JEJC-OTH

TRADEMARK
| REEL: 001978 FRAME: 0844

Schedule A

MICKELBERRY'S trademark: Willow Foods, Inc. purchased certain ownership rights to the mark "Mickelberry's" for the market, sale promotion and product identification of brand meat, meat related and prepared convenience foods from Mickelberry Corporation pursuant to an agreement dated as of July 1, 1989.

MICKELBERRY'S registrations:

- (a) MICKELBERRY'S stylized: U.S. Trademark registration 522,115 dated March 14, 1950, as renewed for 10 years on November 20, 1989.
- (b) MICKELBERRY'S & Design: U.S. Trademark registration 1,646,970 dated June 4, 1991 (**determination made to let this mark lapse**)
- (c) MICKELBERRY'S & Design: U.S. Trademark registration 1,744,683 dated January 5, 1993.
- (d) MICKELBERRY'S (block letters): U.S. Trademark registration 1,781,584 dated July 13, 1993.

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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- General Partnership
- Corporation-State
- Other _____
- Association
- Limited Partnership

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- Limited Partnership _____
- Corporation-State Delaware
- Other _____

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(Designations must be a separate document from assignment)

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Laura Konrath

Name of Person Signing

Signature

Date

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

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments

TRADEMARK

RECORDED: 10/22/1999

REEL: 001978 FRAME: 0846