

08-24-1998



Form PTO-1594
1-31-92

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

22-02-8
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1. Name of conveying party(ies):
Tri-Union Seafoods, LLC.

Individuals Association
 General Partnership - Limited Partnership
 Corporation-California
 Other

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

2. Name and address of receiving party(ies):

Name: Bankamerica Business Credit, Inc. AUG 20
 Internal Address:
 Street Address: 40 East 52nd Street
 City: New York State: New York ZIP: 10022

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: August 6, 1997

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

A. Trademark Application No.(s)

Additional numbers attached? Yes No

Trademark Registration No.(s)\
600458

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

Name: Meredith Schorr
 Internal Address: 1155 Avenue of the Americas, Room 2604^a

Street Address:
 City: New York State: NY ZIP: 10036

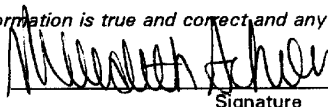
6. Total number of applications and registration involved 23

7. Total fee (37 CFR 3.41): \$ 590.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Meredith Schorr  8/19/98
 Name of Person Signing Signature Date
 06/21/1998 SMITH 00000097 600458
 Total number of pages comprising cover sheet: 1

0107044, 0651-0011 (exp. 4/94) 40.00 DP
 02-F6:402 550.00 DP

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
 Box Assignments
 Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

SCHEDULE A

U.S. TRADEMARKS

<u>REGISTRATION NUMBER</u>	<u>REGISTRATION DATE</u>	<u>DESCRIPTION OF TRADEMARK</u>
600458	1/04/55	CATALINA (Stylized Letters) Class 29 (US Cl. 46) Goods -- Canned fish.
97192	5/19/14	CHICKEN OF THE SEA Class 29 (US Cl. 46) Goods -- Tuna Fish and olive oil.
836396	10/03/67	CHICKEN OF THE SEA Class 29 (US Cl. 46) Goods -- Seafood products, specifically, canned lobster, sardines, clams, salmon, crabmeat and frozen shrimp.
1675996	2/18/92	CHICKEN OF THE SEA Class 29 (US Cl. 46) Goods -- Clams, crab meat, oysters, and shrimp.
1705226	8/04/92	CHICKEN OF THE SEA Class 29 (US Cl. 46) Goods -- Mackerel
1680506	4/23/92	CHICKEN OF THE SEA AND DESIGN Class 29 (US Cl. 46) Goods -- Clams, crabmeat, oysters and shrimp.
1760092	3/23/93	CHICKEN OF THE SEA DESIGN (MACKEREL)

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TRADEMARK
REEL: 1772 FRAME: 0281

		Class 29 (US Cl. 46) Goods -- Mackerel.
621869	2/21/56	CHICKEN OF THE SEA LOGO Class 29 (US Cl. 46) Goods -- Canned oysters and oyster stew and frozen tuna pie.
1861068	11/01/94	FOODSERVICE PACK AND DESIGN Class 29 Goods -- canned tuna
1770236	5/11/93	GENOVA Class 29 Goods -- Canned tuna.
1813888	12/28/93	GENOVA Class 29 Goods -- mushrooms
1820044	02/08/94	GENOVA AND DESIGN Class 46 Goods -- mushrooms
1403305	7/29/86	LITE CHICKEN OF THE SEA Class 29 (US Cl. 46) Goods -- Canned tuna.
666647	9/02/58	MERMAID DESIGN Class 29 (US Cl. 46) Goods -- Canned tuna fish.
836398	10/03/67	MERMAID DESIGN Class 29 (US Cl. 46) Goods -- Seafood products, specifically, canned lobsters, sardines, clams, salmon, crabmeat

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and frozen shrimp.

132275	6/15/20	MISSION AND DESIGN Class 29 (US Cl. 46) Goods -- Canned tuna fish.
355106	3/08/38	SEA-PEP (Stylized Letters) Class 5 (US Cl. 18) Goods -- Vitamin potent concentrate for use in supplying nutrition and vitamin elements.
376405	3/26/40	SEA-PEP AND DESIGN Class 29 (US Cl. 46) Goods -- Refined fish oil used as an ingredient in salad dressings and as an ingredient in other manufactured foods; fish oil and fish meal used as a health ration for poultry, livestock, and dogs or other carnivorous animals.
674288	2/17/59	VAN CAMP'S Class 29 (US Cl. 46) Goods -- Canned fish.
652641	10/08/57	VANCO Class 5 (US Cl. 18) Goods -- Dry vitamins.
652642	10/08/57	VANCO AND DESIGN Class 5 (US Cl. 18) Goods -- Dry vitamins.

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784541	2/02/65	WHITE STAR Class 29 (US Cl. 46) Goods -- Canned fish.
784542	2/02/65	WHITE STAR AND DESIGN Class 29 (US Cl. 46) Goods -- Canned fish.

U.S. TRADEMARK APPLICATIONS

NONE

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TRADEMARK SECURITY ASSIGNMENT

WHEREAS, TRI-UNION SEAFOODS, LLC, a California limited liability company ("Assignor"), having its chief executive office at 4510 Executive Drive, Suite 300, S a n Diego, California 92121-3029, is the owner of all right, title and interest in and to the United States trademarks and associated United States trademark registrations and applications for registration set forth in Schedule A attached hereto;

WHEREAS, BANKAMERICA BUSINESS CREDIT, INC., a Delaware corporation (the "Assignee"), having its office at 40 East 52nd, New York, NY 10022, desires to acquire a security interest in, and lien on, said trademarks and trademark registrations and applications therefor and the goodwill of the business symbolized by said trademarks; and

WHEREAS, Assignor is willing to assign to Assignee, and to grant to Assignee the security interest in and the lien on the trademarks and trademark registrations and applications therefor described above.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and subject to the terms and conditions of the Collateral Assignment of Patents, Trademarks and Licenses dated as of August 6, 1997 made by Assignor in favor of Assignee, Assignor hereby assigns to Assignee, and grants to Assignee a security interest in and a lien upon, the trademarks and trademark registrations and applications therefor set forth in Schedule A attached hereto and the goodwill of the business symbolized by said trademarks.

Date: August 6, 1997

TRI-UNION SEAFOODS, LLC

By _____

Name:

Title:

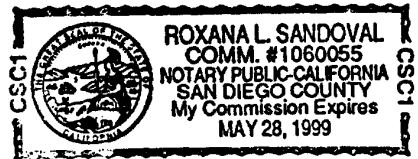
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REEL: 1772 FRAME: 0285

STATE OF CALIFORNIA)
) ss.:
COUNTY OF SAN DIEGO)

On this 16th day of August, 1997 before me personally came Renato Cuzto, who being duly sworn, did depose and say that he is a Officer of Tri-Union Seafoods, LLC, the company described in and which executed the above instrument, and that he signed his name thereto pursuant to the authority granted by Tri-Union Seafoods, LLC.

Roxana L. Sandoval
Notary Public



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RECORDED: 08/20/1998

TRADEMARK
REEL: 1772 FRAME: 0286