

04-14-1999

Form PTO-1594

REC



101008553

U.S. Department of Commerce  
Patent and Trademark Office

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

4-8-99

1. Name of conveying party(ies):  
 Minot Food Packers, Inc.  
 Individual(s)             Association  
 General Partnership     Limited  
 Corporation-State New Jersey Partnership  
 Other:  
 Additional name(s) of conveying party(ies) attached?  
 Yes     No

3. Nature of conveyance:  
 Assignment                     Merger  
 Security Agreement        Change of Name  
 Other

Execution Date: March 15, 1999

2. Name and address of receiving party(ies):  
 Name: Firstar Bank Milwaukee, N.A.  
 Internal Address:  
 Street Address: 777 East Wisconsin Avenue  
 City: Milwaukee State: WI Zip: 53202  
 Individual(s) citizenship  
 Association  
 General Partnership  
 Limited Partnership  
 Corporation-State  
 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 names(s) & address(es) attached?  
 Yes  No

4. Application number(s) or registration number(s):  
 A. Trademark Application No.(s)  
  
75/486,097  
  
 Additional numbers

B. Trademark registration No.(s)  
  
 attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Derek C. Stettner  
Godfrey & Kahn, S.C.  
 Internal Address:  
  
 Street Address: 780 North Water Street  
  
 City: Milwaukee State: WI Zip: 53202

6. Total number of applications and registrations involved:.....[ 1 ]  
 7. Total fee (37 CFR 3.41): .....\$ 40.00  
 Enclosed  
 Authorized to be charged to deposit account for any deficiencies  
 8. Deposit account number: 07-1509  
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

04/12/1999 JSHBAZZ 00000114 75486097

01 FC:481

40.00 DP

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.

Derek C. Stettner  
Name of Person Signing

Signature

6 April 1999  
Date

Total Number of pages including cover sheet: [ 4 ]

**NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS**  
(FOR RECORDATION PURPOSES)

This Agreement, dated as of March 15, 1999, is made by and between MINOT FOOD PACKERS, INC., a New Jersey corporation (the "Owner"), and FIRSTAR BANK MILWAUKEE, N.A., as agent for itself and the other Banks (as hereinafter defined) (the "Secured Party").

**RECITALS:**

The Owner has agreed to grant to the Secured Party a security interest in the Trademarks (as hereinafter defined) in connection with that certain Security Agreement dated March 15, 1999 by and between the Owner and the Secured Party, as agent for itself and the other Banks, and pursuant to that certain Guaranty dated as of March 15, 1999 by the Owner in favor of each of the banks (the "Banks") from time to time a party to that certain Credit Agreement by and among Northland Cranberries, Inc., the Banks and the Secured Party (the "Credit Agreement").

As a further condition to making any loan or other financial accommodation under the Credit Agreement or otherwise, the Secured Party has required the execution and delivery of a Grant of Security Interest in Trademarks by the Owner.


ACCORDINGLY, in consideration of the mutual covenants contained in the Security Agreement, the Guaranty, the Grant of Security Interest in Trademarks and herein, the parties hereby agree as follows:

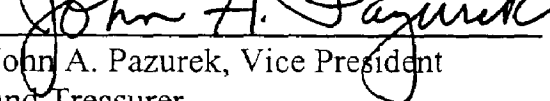
The Owner has granted a security interest in favor of the Secured Party, as agent for itself and the other Banks, in and with respect to the entire right, title, and interest of Owner in the trademarks identified in the attached schedule (the "Trademarks"), together with the goodwill of the business symbolized by said Trademarks.

IN WITNESS WHEREOF, the parties have executed this Notice of Trademark Security Agreement as of the date written above.

FIRSTAR BANK MILWAUKEE, N.A.

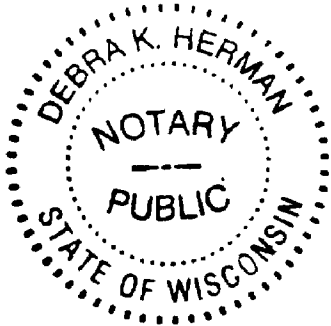
MINOT FOOD PACKERS, INC.

By:   
Its: Commercial Banking

By:   
John A. Pazurek, Vice President  
and Treasurer

STATE OF WISCONSIN )  
 )  
COUNTY OF Wood )

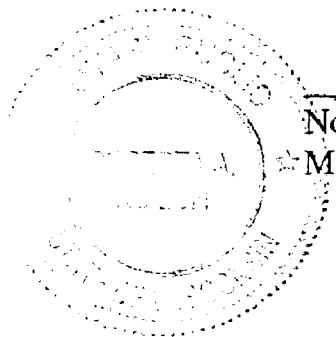
The foregoing instrument was acknowledged before me this 15th day of March, 1999, by John A. Pazurek, the Vice President and Treasurer of Minot Food Packers, Inc., a New Jersey corporation, on behalf of the corporation.



Debra K. Herman  
Notary Public  
My commission expires 08-19-01

STATE OF WISCONSIN )  
 )  
COUNTY OF MILWAUKEE )

The foregoing instrument was acknowledged before me this 15th day of March, 1999, by David M. Hirsch, a Commercial Banking Officer of Firststar Bank Milwaukee, N.A. on behalf of the corporation.



Roberta A. Kolich  
Notary Public  
My commission expires 6/9/02

MW303431\_1.DOC

# SCHEDULE OF TRADEMARKS

<u>Mark</u>	<u>APPLICATION NUMBER</u>
MINOT	75/486,097

MW303431 1.DOC