



08-01-2000



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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type 7-7-2000

New

Resubmission (Non-Recordation)
Document ID # _____

Correction of PTO Error
Reel # _____ Frame # _____

Corrective Document
Reel # _____ Frame # _____

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger Change of Name

Other _____

Effective Date
Month Day Year

Conveying Party Mark if additional names of conveying parties attached

Name MBC Holding Company Execution Date
Month Day Year
06 30 00

Formerly Minnesota Brewing Company

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Minnesota

Receiving Party Mark if additional names of receiving parties attached

Name Bremer Business Finance Corporation

DBA/AKA/TA _____

Composed of _____

Address (line 1) 445 Minnesota Street

Address (line 2) Suite 2000

Address (line 3) St. Paul MN/U.S.A. 55101
City State/Country Zip Code

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Minnesota

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

07/31/2000 JSHABAZZ 00000100 75743926

FOR OFFICE USE ONLY

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01 FC:481 40.00 OP
02 FC:482 300.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, DC 20231

TRADEMARK
REEL: 002111 FRAME: 0975

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

| Trademark Application Number(s) | | | Registration Number(s) | | |
|---|----------------------|----------------------|--|--|--|
| <input type="text" value="75/743,926"/> | <input type="text"/> | <input type="text"/> | <input type="text" value="2,205,180"/> | <input type="text" value="2,173,538"/> | <input type="text" value="1,777,379"/> |
| <input type="text" value="75/806,594"/> | <input type="text"/> | <input type="text"/> | <input type="text" value="2,289,178"/> | <input type="text" value="2,155,845"/> | <input type="text" value="617,584"/> |
| <input type="text" value="74/528,535"/> | <input type="text"/> | <input type="text"/> | <input type="text" value="2,270,933"/> | <input type="text" value="1,773,057"/> | <input type="text" value="613,642"/> |

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

Authorization to charge additional fees: Yes No

Statement and Signature

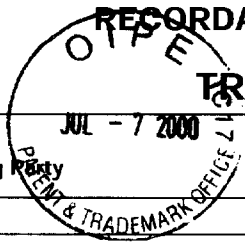
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Beth A. Schwartz
Name of Person Signing

Beth A. Schwartz
Signature

7/5/00
Date Signed

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY



Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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Trademark Application Number(s)

Registration Number(s)

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NOTICE OF SECURITY INTEREST IN U.S. TRADEMARKS

United States Trademark Office:

Please be advised that pursuant to a General Credit and Security Agreement dated as of June 30, 2000 (the "Security Agreement") by MBC Holding Company, a Minnesota corporation ("Grantor") for the benefit of Bremer Business Finance Corporation, a Minnesota corporation ("Secured Party"), Grantor has granted to Secured Party a continuing security interest in, and a continuing lien upon, all of the trademark and trademark applications described below:

TRADEMARKS

See Part I of Exhibit A attached hereto and incorporated herein by reference.

TRADEMARK APPLICATIONS

See Part II of Exhibit A attached hereto and incorporated herein by reference.

Secured Party's security interest in the described trademark and trademark applications can be terminated only in accordance with the terms of the Security Agreement.

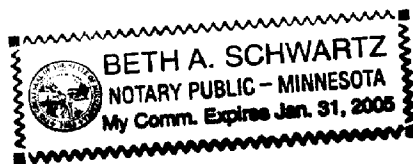
Very truly yours,

MBC HOLDING COMPANY

By: *Michael Lyons*
Its: *VICE PRESIDENT & CFO*

Dated: June 30, 2000

Subscribed and sworn to before me
this 30 day of June, 2000.



Beth A. Schwartz
Notary Public

EXHIBIT A

TRADEMARKS AND TRADEMARK APPLICATIONS

PART I. TRADEMARKS

| <u>REGISTRATION NO.</u> | <u>REGISTRATION DATE</u> | <u>DESCRIPTION OF TRADEMARK</u> |
|-------------------------|--------------------------|---------------------------------|
| 2,205,180 | November 24, 1998 | MOUNT SIMON SII |
| 2,289,178 | October 26, 1999 | BREWER'S CAVE |
| 2,270,933 | August 17, 1999 | BREWER'S CAVE |
| 2,173,538 | July 14, 1998 | YELLOW BELLY |
| 2,155,845 | May 5, 1998 | MINNESOTA'S BREW |
| 1,773,057 | May 25, 1993 | PIG'S EYE PILSNER BEER |
| 1,777,379 | June 15, 1993 | PIG'S EYE |
| 617,584 | December 13, 1955 | GRAIN BELT |
| 613,642 | October 4, 1955 | GOLDEN GRAIN BELT |
| 313,730 | June 5, 1934 | GRAIN BELT BEER |

PART II. TRADEMARK APPLICATIONS

| <u>SERIAL NO.</u> | <u>APPLICATION DATE</u> | <u>DESCRIPTION OF APPLICATION</u> |
|-------------------|-------------------------|--|
| 75/743,926 | 7/6/99 | BUBBA'S ROOT BEER |
| 75/806,594 | 9/24/99 | YELLOW BELLY LEMON WITH AN ATTITUDE. LEMON FLAVORED BREW |
| 74/528,535 | 5/23/94 | PREMIUM |