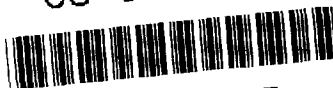


FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

08-02-2000



101421445

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

7-10-00

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

- 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
Effective Date
Month Day Year _____
- Merger
- Change of Name
- Other Release of 5/28/97 Security Interest

Conveying Party

Mark if additional names of conveying parties attached

Name Heller Financial, Inc., as Agent

Execution Date
Month Day Year
05-30-2000

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization _____

Receiving Party

Mark if additional names of receiving parties attached

Name Norse Dairy Systems, L.P.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 1740 Joyce Avenue

Address (line 2) _____

Address (line 3) Columbus

Ohio

State/Country

43219

Zip Code

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

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.)

- Citizenship/State of Incorporation/Organization Delaware

FOR OFFICE USE ONLY

08/01/2000 DNGUYEN 00000372 75231816

01 FC:401
02 FC:402

40.00 DP
375.00 DP

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, D.C. 20231

TRADEMARK
REEL: 002113 FRAME: 0707

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)

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.

Donna R. Gasiorowski
Senior Legal Assistant

7/7/00

Name of Person Signing

Signature

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

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 the Assignment.)

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)

75/198,057

75/198,054

75/198,183

75/200,207

75/216,416

75/242,533

75/216,858

RELEASE

This Release granted on this 30th day of May, 2000, by HELLER FINANCIAL, INC., as Agent ("Agent") to Norse Dairy Systems, L.P. a Delaware limited ~~corporation~~, ("Grantor"), as follows:
Partnership BK - 6-16-00

WITNESSETH

WHEREAS, the Grantor and has heretofore granted to the Agent a Security Interest in certain U.S. trademarks, trademark registrations, trademark applications, trade names and service marks and trademark licenses (the "Marks") more particularly set forth on Schedule I attached hereto to secure the Obligations of the Grantor as defined in the Supplemental Trademark Security Agreement between the parties dated 5/28/1997 (the "Supplemental Trademark Security Agreement"); and

WHEREAS, the Agent wishes to release and restore all right, title and interest in and to the Marks to the Grantor and to dissolve any and all Liens and encumbrances respecting the Marks shown on the attached Schedule I hereto.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Agent hereby releases, discharges, quit claims and relinquishes unto the Grantor any and all right, title and interest in and to the Marks, and more particularly the security interest in the trademarks, trademark registrations, trademark applications, trade names and service marks and trademark licenses set forth on Schedule I hereto granted to the Agent by the Grantor by the Trademark Security Agreement.

IN WITNESS WHEREOF, the undersigned, by and through its authorized officer, has caused this instrument to be executed under seal on the date first written above.

Dated: May 30, 2000

HELLER FINANCIAL, INC., as Agent

By: [Signature]
Name: Betsy Kempf
Title: Vice President

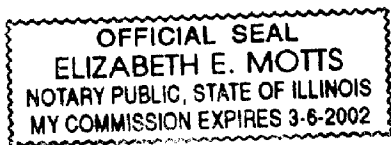
[SEAL]

State of Illinois)
) ss.
County of Cook)

On this 30th day of May, 2000, before me personally appeared BETSI KEMPF, to me known who, being by me duly sworn, did depose and say that (s)he is a V.P. of Heller Financial, Inc., described herein and which executed the foregoing instrument and that (s)he signed his name thereto pursuant to the authority granted by Heller Financial, Inc.

[Signature]
Notary Public

My Commission Expires: March 6, 2002



SCHEDULE I
TRADEMARK SECURITY AGREEMENT

Norse Dairy Systems, L.P.

Reel/Frame: 1589 /0462

Recordation: 6/4/1997

U.S. TRADEMARKS

Mark

Registration No.

Registration Date

SEE ATTACHED

U.S. TRADEMARK APPLICATIONS

Mark

Application No.

Filing Date

SEE ATTACHED

Schedule 1 to Supplemental Trademark Security Agreement

U.S. Trademark Applications

<u>Name</u>	<u>Application Number</u>	<u>Application Date</u>
Sweet Confessions	75/231,816	1/27/97
Thermorib	75/166,640	9/16/96
NDS & Design	75/198,175	11/14/96
	75/198,053	11/14/96
	75/198,056	11/14/96
	75/198,172	11/14/96
	75/198,034	11/14/96
Norse Dairy Systems	75/198,173	11/14/96
	75/198,055	11/14/96
	75/198,057	11/14/96
	75/198,054	11/14/96
Norse Character (Design Only)	75/198,183	11/14/96
	75/200,207	11/19/96
Neon Screammers	75/216,416	12/20/96
Bexley's	75/242,533	2/18/97
Turbotube	75/216,858	12/23/96