

04-12-c'

04-27-2001

D8

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



101694923

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

1. Name of conveying party(ies):
NORTHLAND CRANBERRIES, INC.
 Individual(s) Association
 General Partnership Limited
 Corporation-State: Wisconsin Partnership
 Other:
 Additional name(s) of conveying party(ies) attached?
 Yes No

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

Execution Date: March 22, 2001

2. Name and address of receiving party(ies):
 Name: FIRSTAR BANK, N.A.
 Internal Address:
 Street Address: 711 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 name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
76/178,430
 Additional numbers attached? Yes No

B. Trademark Registration No.(s)
2,333,417
 Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: William K. Baxter
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:.....[2]
 7. Total fee (37 CFR 3.41):\$65.00
 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

04/27/2001 TDI A21 00000042 76178430
 01 FC:481 40.00 OP
 02 FC:482 25.00 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.

William K. Baxter William K. Baxter 4/4/01
 Name of Person Signing Signature Date

Total number of pages including cover sheet, document, and attachments: [3]



NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

UNITED STATES PATENT AND TRADEMARK OFFICE

Ladies and Gentlemen:

Please be advised that pursuant to a Grant of Security Interest in Trademarks dated as of March 22, 2001, by NORTHLAND CRANBERRIES, INC. (the "Debtor") in favor of FIRSTAR BANK, N. A. (formerly known as Firststar Bank Milwaukee, N. A.), as Agent (the "Secured Party"), the Debtor has granted to the Secured Party a continuing security interest in and continuing lien upon, the trademark registrations and/or trademark applications listed in **Exhibit A**, attached hereto.

The Secured Party, hereby acknowledges that the security interest in the foregoing trademark registrations and/or trademark applications (i) may only be terminated in accordance with the terms of both that certain Credit Agreement dated as of March 15, 1999, as amended (the "Credit Agreement") between the Debtor, the Secured Party and the other financial institutions from time to time a party to the Credit Agreement and that certain Security Agreement dated March 15, 1999, by Debtor in favor of Secured Party and (ii) is not to be construed as an assignment of any trademark registration and/or trademark application.

Very truly yours,

FIRSTAR BANK, N.A.


By: 
Name: RONALD SHAPIRO
Its: VIC PRESIDENT

EXHIBIT A

NORTHLAND CRANBERRIES, INC. - TRADEMARKS

MARK	APP. NO./REG. NO.
MEADOW VALLEY	2,333,417
THE 27% SOLUTION	76/178,430

MW501456_1.DOC