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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.

1. Name of conveying party(ies): **Interstate Brands West Corporation**

☐ Individual(s) ☐ Association

☐ General Partnership ☐ Limited Partnership

☒ Corporation-State **(DE)** 09/28/01

☐ Other

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

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

Name: The Chase Manhattan Bank, as Administrative Agent

Internal Address:

Street Address: P.O. Box 2558

City: Houston State: TX ZIP: 77252

☐ Individual(s) citizenship

☐ Association SEP 28

☐ General Partnership

☐ Limited Partnership

☐ Corporation-State

☒ Other New York banking corporation

If assignee is not domiciled in the United States, a domestic representative designation is attached: ☐ Yes ☒ No
(Designation 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: July 19, 2001

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

A. Trademark Application No.(s) **See Attached Schedule A**

B. Trademark Registration No.(s) **See Attached Schedule A**

Additional numbers attached? ☒ Yes ☐ No

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

Name: Alison Winick, Esq.

Internal Address: Simpson Thacher & Bartlett

10/09/2001 TDIAZ1 00000149 72348734

01 FC:481 40.00 OP
02 FC:482 2675.00 OP

Street Address: 425 Lexington Avenue

City: New York State: New York ZIP: 10017

6. Total number of applications and registrations involved: 108

7. Total fee (37 CFR 3.41): ..... $ 2,715.00

☒ Enclosed

☐ Authorized to be charged to deposit account

8. Deposit account number:

(Attached 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.

Alison Winick, Esq.
Name of Person Signing

Signature

9/28/01
Date

Total number of pages comprising cover sheet: 33

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks, Box Assignments
Washington, D.C. 20231

SCHEDULE A

U.S. Trademarks Registrations and Applications

DOCKET NO.	MARK	SERIAL NO. REG. NO.	GOODS/SERVICES/CLASS	STATUS
23902	BEEFSTEAK	Ser 72/348,734 Fld 01-16-1970 Reg 902,723 Iss 11-17-1970	Class 030 = Bread.	Renewal due 11-17-2009/2010
24521	BLUE RIBBON AND DESIGN	Ser 72/172,496 Fld 07-05-1963 Reg 771,554 Iss 06-16-1964	Class 030 = Bakery sweet goods made of yeast raised dough, cakes and doughnuts.	Renewal due 06-16-2004
24506	BLUE SEAL	Ser 72/024,701 Fld 02-19-1957 Reg 654,228 Iss 11-05-1957	Class 030 = Bread.	Renewal due 11-05-2007
24520	BLUE SEAL AND DESIGN	Ser 72/168,929 Fld 05-15-1963 Reg 766,033 Iss 03-03-1964	Class 030 = Bread.	Renewal due 03-03-2004
24543	ANOTHER BLUE SEAL VARIETY	Ser 72/318,653 Fld 02-07-1969 Reg 889,795 Iss 04-21-1970	Class 030 = Bakery goods, specifically, bread, bread crumbs, uncooked rolls, stuffing mix and buns.	Renewal due 04-21-2009/2010
23906	BRAUN'S	Ser 73/126,250 Fld 05-11-1977 Reg 1,106,773 Iss 11-21-1978	Class 030 = Bread.	Renewal due 11-21-2008
23908	BREAD DU JOUR	Ser 73/642,115 Fld 01-30-1987 Reg 1,454,551 Iss 08-25-1987	Class 030 = Bread.	Renewal due 08-25-2007
23907	BREAD DU JOUR AND DESIGN	Ser 74/432,333 Fld 09-07-1993 Reg 1,845,798 Iss 07-19-1994	Class 030 = Bakery goods.	Renewal due between 07-19-2003/2004

DOCKET NO.	MARK	SERIAL NO. REG. NO.	GOODS/SERVICES/CLASS	STATUS
24516	BUTTERNUT	Ser 72/100,369 Fld 07-06-1960 Reg 721,100 Iss 09-05-1961	Class 030 = Bakery goods--namely, bread, rolls and sweet bakery products.	Renewal due 09-05-2001
24482	BUTTERNUT AND LACE OVAL DESIGN	Ser 71/675,701 Fld 10-29-1954 Reg 620,968 Iss 02-07-1956	Class 030 = Standard commercial white bread.	Renewal due 02-07-2006
15042	BUTTERNUT AND LACE OVAL AND GINGHAM DESIGN	Ser 73/017,562 Fld 04-01-1974 Reg 1,015,409 Iss 07-08-1975	Class 030 = Bread.	Renewal due 07-08-2005
24551	SLICED BUTTERNUT WHITE BREAD AND DESIGN	Ser 71/589,656 Fld 12-20-49 Reg 543,840 Iss 06-12-51	Class 030 = Bread.	Renewal due 06-12-2001
25700	COLOMBO	Ser 73/564,284 Fld 10-21-1985 Reg 1,442,338 Iss 06-09-1987	Class 030 = Bakery goods, namely, breads and rolls.	Renewal due 06-09-2007
25701	COLOMBO OAKLAND SAN FRANCISCO "BAY AREA'S FINEST" AND DESIGN	Ser 73/563,819 Fld 10-18-1985 Reg 1,453,371 Iss 08-18-1987	Class 030 = Bakery goods, namely, breads and rolls.	Renewal due 08-18-2007
26717	DEVIL DOGS (STYLIZED)	Ser 71/238,965 Fld 10-21-1926 Reg 226,218 Iss 04-05-1927	Class 030 = Cakes.	Renewal due 04-05-2007
26715	DEVIL DOGS	Ser 75/261,558 Fld 03-20-1997 Reg 2,135,953 Iss 02-10-1998	Class 030 = Pastry products, namely, cakes.	5-year use due between 02-10-2003/2004
27617	DI CARLO	Ser 75/782,927 Fld 08-23-1999 Reg 2,391,473 Iss 10-03-2000	Class 030 = Bread	5-year use due between 10-03-2005/2006

DOCKET NO.	MARK	SERIAL NO. REG. NO.	GOODS/SERVICES/CLASS	STATUS
25219	DING DONGS	Ser 75/557,852 Fld 09-22-1998 Reg 2,265,139 Iss 07-27-1999	Class 030 = Snack cakes.	5-year use due between 07-27-2004/2005
24491	DOLLY MADISON (STYLIZED)	Ser 71/397,727 Fld 09-23-1937 Reg 375,163 Iss 02-13-1940	Class 030 = Bakery sweet goods--namely, cakes, soft cakes, angel food cakes, fruit cakes, doughnuts, cookies and sweet rolls.	Renewal due 02-13-2010
19389	DOLLY MADISON BAKERY	Ser 73/642,495 Fld 02-02-1987 Reg 1,456,720 Iss 09-08-1987	Class 030 = Cakes.	Renewal due 09-08-2007
17484	DOLLY MADISON AND DESIGN	Ser 73/320,049 Fld 07-21-1981 Reg 1,236,605 Iss 05-03-1983	Class 030 = Bakery goods, cheese flavored puffed corn snacks and pretzels.	Renewal due 05-03-2003
18032	DOLLY MADISON TREATS YOU RIGHT.	Ser 73/412,913 Fld 02-09-1983 Reg 1,297,893 Iss 09-25-1984	Class 030 = Bakery goods.	Renewal due 09-25-2004
22637	DOLLY MADISON BAKERY FUN PACKS AND DESIGN	Ser 74/424,748 Fld 08-16-1993 Reg 1,930,504 Iss 10-31-1995	Class 030 = Snack cakes.	5-year use due between 10-31-2000/2001 ***Dec. to client 04-13-2001***
16951	DOLLY MADISON DONUT GEMS	Ser 73/233,789 Fld 10-03-1979 Reg 1,230,142 Iss 03-08-1983	Class 030 = Donuts.	Renewal due 03-08-2003
19391	DOLLY MADISON BAKERY AND DESIGN	Ser 73/642,494 Fld 02-02-1987 Reg 1,456,719 Iss 09-08-1987	Class 030 = Cakes.	Renewal due 09-08-2007
18031	DOLLY'S	Ser 73/412,912 Fld 02-09-1983 Reg 1,294,743 Iss 09-11-1984	Class 030 = Cupcakes.	Renewal due 09-11-2004

DOCKET NO.	MARK	SERIAL NO. REG. NO.	GOODS/SERVICES/CLASS	STATUS
24505	DESIGN (DOLLY MADISON WITH UMBRELLA AND BASKET)	Ser 72/019,457 Fld 11-19-1956 Reg 650,218 Iss 08-13-1957	Class 030 = Doughnuts, cakes, pies and sweet rolls.	Renewal due 08-13-2007
24529	DESIGN (DOLLY MADISON)	Ser 72/315,566 Fld 01-02-1969 Reg 885,969 Iss 02-10-1970	Class 030 = Bakery products, specifically, cakes, rolls, donuts, french pastries, and cinnamon bread.	Renewal due 02-10-2009/2010
18033	GOOD GOLLY IT'S A DOLLY! (STYLIZED)	Ser 73/412,897 Fld 02-09-1983 Reg 1,297,892 Iss 09-25-1984	Class 030 = Bakery goods.	Renewal due 09-25-2004
26762	IT'S GOTTA BE THE DOLLY	Ser 75/521,142 Fld 07-17-1998 Reg 2,392,055 Iss 10-03-2000	Class 030 = Snack cakes	5-year use due between 10-03-2005/2006
24584	DOLLY MADISON MEGA MUFFINS (pending)	Ser 75/080,401 Fld 03-28-1996 Reg 2,352,167 Iss 05-23-2000	Class 030 = Muffins	5-year use due between 05-23-2005/2006
27690	DOLLY (pending)	Ser 75/814,331 Fld 10-04-1999	Class 030 = Bakery goods	Statement of Use due 02-08-2001
26719	DRAKE'S	Ser 72/021,249 Fld 12-18-1956 Reg 654,219 Iss 11-05-1957	Class 030 = Cakes, coffee rings, coffee cakes, macaroons, doughnuts, and cooking.	Renewal due 11-05-2007
26712	DRAKE'S AND DESIGN (DRAKE HOLDING SPOON PEEKING THROUGH RIBBON)	Ser 75/260,955 Fld 03-20-1997 Reg 2,139,074 Iss 02-24-1998	Class 030 = Pastry products, namely, cakes, tarts, pies, donuts, muffins, cookies, biscuits, processed cereals, cereal based snack bars, square shaped marshmallow based snack food and brownies.	5-year use due between 02-24-2003/2004

DOCKET NO.	MARK	SERIAL NO. REG. NO.	GOODS/SERVICES/CLASS	STATUS
26741	DON'T BAKE IT. . .DRAKE IT	Ser 75/098,826 Fld 05-06-1996 Reg 2,239,189 Fld 04-13-1999	Class 030 = Cakes, brownies, pastries, tarts, croissants and pies	5-year use due between 04-13-2004/2005
18475	EDDY'S (STYLIZED)	Ser 73/473,787 Fld 04-04-1984 Reg 1,343,051 Iss 06-18-1985	Class 030 = Bread.	Renewal due 06-18-2005
22745	HARVEST RIDGE	Ser 74/453,011 Fld 11-01-1993 Reg 1,905,106 Iss 07-11-1995	Class 030 = Bread.	Renewal due between 07-11-2005/2006
25125	HO HO HO'S	Ser 75/196,200 Fld 11-12-1996 Reg 2,143,589 Iss 03-10-1998	Class 030 = Bakery goods.	5-year use due between 03-10-2003/2004
23933	HO HOS AND DESIGN	Ser 72/278,952 Fld 08-24-1967 Reg 862,477 Iss 12-24-1968	Class 030 = Cake.	Renewal due 12-24-2008
25473	HOME PRIDE	Ser 75/213,625 Fld 12-16-1996 Reg 2,119,823 Iss 12-09-1997	Class 030 = Bread-based seasoned and unseasoned stuffing mix.	5-year use due between 12-09-2002/2003
23938	HOME PRIDE AND DESIGN	Ser 74/287,408 Fld 06-22-1992 Reg 1,785,724 Iss 08-03-1993	Class 030 = Bread, rolls, buns, bakery goods.	Renewal due between 08-03-2002/2003
23937	HOME PRIDE BUTTER TOP AND DESIGN	Ser 74/015,149 Fld 12-29-1989 Reg 1,649,834 Iss 07-02-1991	Class 030 = Bread.	Renewal due between 07-02-2010/2011

DOCKET NO.	MARK	SERIAL NO. REG. NO.	GOODS/SERVICES/CLASS	STATUS
23934	HOME PRIDE (STYLIZED)	Ser 71/226,841 Fld 02-04-1926 Reg 214,191 Iss 06-15-1926	Class 030 = Bread.	Renewal due between 06-15-2005/2006
23939	HOSTESS	Ser 115,132 Fld 01-11-1919 Reg 126,368 Iss 08-19-1919	Class 030 = Bread, biscuits and cakes.	Renewal due between 08-19-2008/2009
23940	HOSTESS	Ser 110,601 Fld 12-21-1960 Reg 732,788 Iss 06-12-1962	Class 030 = Donuts.	Renewal due 06-12-2002
23941	HOSTESS	Ser 122,166 Fld 06-16-1961 Reg 740,293 Iss 11-06-1962	Class 030 = Potato chips, cookies, shelled peanuts, luncheon crackers, sweet cakes, and snack sandwiches.	Renewal due 11-06-2002
23945	HOSTESS AND HEART DESIGN	Ser 702,311 Fld 12-21-1987 Reg 1,503,180 Iss 09-06-1988	Class 030 = Bakery goods, namely fruit pies.	Renewal due 09-06-2008
23944	HOSTESS AND HEART DESIGN	Ser 758,150 Fld 10-17-1988 Reg 1,550,391 Iss 08-01-1989	Class 030 = Snack cakes.	Renewal due 08-01-2009
23943	HOSTESS AND HEART DESIGN	Ser 74/527,325 Fld 05-23-1994 Reg 1,890,064 Iss 04-18-1995	Class 030 = Bakery goods.	5-year use due between 04-18-2000/2001 Dec. to US Patent and Trademark Office 05-19-2000
23947	HOSTESS AND HEART WITH SUN DESIGN	Ser 74/263,606 Fld 04-07-1992 Reg 1,776,008 Iss 06-08-1993	Class 030 = Muffins, snack cakes, donuts and other bakery products.	Renewal due 06-08-2003
23949	HOSTESS AND KIDS THEY GO TOGETHER	Ser 138,770 Fld 08-24-1977 Reg 1,096,917 Iss 07-18-1978	Class 030 = Cake.	Renewal due 07-18-2008

DOCKET NO.	MARK	SERIAL NO. REG. NO.	GOODS/SERVICES/CLASS	STATUS
30046	HOSTESS BAKERY FRESH PREMIUM CAKES	Ser 75/910,766 Fld 02-07-2000 Reg 2,429,796 Iss 02-20-2001	Class 030 = Snack cakes	5-year use due between 02-20-2006/2007
24002	HOSTESS BAKERY SELECT	Ser 74/603,082 Fld 11-25-1994 Reg 2,024,426 Iss 12-17-1996	Class 030 = Cookies.	5-year use due between 12-17-2001/2002
23950	HOSTESS BASEBALLS AND DESIGN	Ser 74/328,494 Fld 11-05-1992 Reg 1,803,873 Iss 11-09-1993	Class 030 = Snack cakes.	Renewal due 11-09-2003
25126	HOSTESS CHERRY TREE PIES	Ser 75/196,21 Fld 11-12-1996 Reg 2,203,199 Iss 11-10-1998	Class 030 = Bakery goods.	5-year use due between 11-10-2003/2004
23951	HOSTESS HOPPERS AND DESIGN	Ser 74/236,743 Fld 01-10-1992 Reg 1,768,188 Iss 04-27-1993	Class 030 = Cakes.	Renewal due 04-27-2003
24003	HOSTESS KOOKIES AND DESIGN (CHOCOLATE CHIP)	Ser 74/536,462 Fld 06-13-1994 Reg 1,946,109 Iss 01-02-1996	Class 030 = Cookies.	5-year use due between 01-02-2001/2002
24004	HOSTESS KOOKIES AND DESIGN (FIG BAR)	Ser 74/536,461 Fld 06-13-1994 Reg 1,946,108 Iss 01-02-1996	Class 030 = Cookies.	5-year use due between 01-02-2001/2002
24005	HOSTESS KOOKIES AND DESIGN (SANDWICH)	Ser 74/536,458 Iss 06-13-1994 Reg 1,946,107 Iss 01-02-1996	Class 030 = Cookies.	5-year use due between 01-02-2001/2002
24837	HOSTESS - NOW THAT'S THE STUFF!	Ser 75/126,360 Iss 06-27-1996 Reg 2,075,568 Iss 07-01-1997	Class 030 = Bakery goods.	5-year use due between 07-01-2002/2003

DOCKET NO.	MARK	SERIAL NO. REG. NO.	GOODS/SERVICES/CLASS	STATUS
25131	HOSTESS SNO BALLS	Ser 75/196,206 Fld 11-12-1996 Reg 2,170,319 Iss 06-30-1998	Class 030 = Bakery goods.	5-year use due between 06-30-2003/2004
24930	HOSTESS TIGER TAILS	Ser 75/122,790 Fld 06-20-1996 Reg 2,128,257 Iss 01-13-1998	Class 030 = Snack cakes.	5-year use due between 01-13-2003/2004
23954	KEEP 'EM HOME FOR BREAKFAST WITH HOSTESS	Ser 73/127,311 Fld 05-19-1977 Reg 1,100,300 Iss 08-22-1978	Class 030 = Cakes, donuts and pastries.	Renewal due 08-22-2008
25127	HOSTESS LUCKY PUFFS (pending)	Ser 75/196,202 Fld 11-12-1996	Class 030 = Bakery goods	Pending
27353	HOSTESS LEOPARDS (pending)	Ser 75/712,096 Fld 05-24-1999	Class 030 = Snack cakes	Sent 07-12-2000 Petition to Revive Application
30327	AMERICA'S FAVORITE SNACK CAKES (pending)	Ser 76/047,579 Fld 05-15-2000 Reg Iss	Class 030 = Baked goods.	Pending
30030	JELLY DOODLES (pending)	Ser 75/902,365 Fld 01-24-2000	Class 030 = Bakery goods	Statement of Use due 08-06-2001
24484	MERITA TRADEMARK AND DESIGN	Ser 71/086,755 Fld 05-20-1915 Reg 106,924 Iss 11-09-1915	Class 030 = Crackers, biscuit, wafers, cookies, bread, cakes, candies, pies and cracker-meal.	Renewal due 11-09-2005
25983	MERITA HARVEST RIDGE ALWAYS IN GOOD TASTE (pending)	Ser 75/371,702 Fld 10-10-1997	Class 030 = Bakery goods	Statement of use due 02-25-2001

DOCKET NO.	MARK	SERIAL NO. REG. NO.	GOODS/SERVICES/CLASS	STATUS
25689	DESIGN (RED AND BLUE OVAL BACKGROUND)	Ser 72/130,498 Fld 10-23-1961 Reg 756,169 Iss 09-03-1963	Class 030 = Bakery goods -- namely, sweet, sour and hearth french bread and ring bread (Koulouris).	Renewal due 09-03-2003
23931	DESIGN (HEART IN HOUSE)	Ser 72/437,942 Fld 10-10-1972 Reg 965,218 Iss 07-31-1973	Class 030 = Cake.	Renewal due 07-31-2003
14984	DESIGN (WHEAT FIELD)	Ser 73/007,766 Fld 12-03-1973 Reg 1,000,140 Iss 12-24-1974	Class 030 = Bread.	Renewal due 12-24-2004
19013	MILLBROOK FARMS	Ser 73/579,120 Fld 01-23-1986 Reg 1,405,182 Iss 08-12-1986	Class 030 = Bread.	Renewal due 08-12-2006
18023	MILLBROOK	Ser 73/410,232 Fld 01-21-1983 Reg 1,273,784 Iss 04-10-1984	Class 030 = Bakery products--namely, bread, bread for stuffing, cake, cookies, corn patties, donuts, fruit cake and rolls.	Renewal due 04-10-2004
24542	DESIGN (MILL)	Ser 72/426,946 Fld 06-12-1972 Reg 962,988 Iss 07-03-1973	Class 030 = Bakery products, specifically bread.	Renewal due 07-03-2003
25709	PARISIAN AND DESIGN	Ser 74/019,718 Fld 01-16-1990 Reg 1,620,234 Iss 10-30-1990	Class 030 = Bakery goods, namely bread.	Renewal due between 10-30-2009/2010
25706	PARISIAN AND DESIGN	Ser 74/019,160 Fld 01-16-1990 Reg 1,615,767 Iss 10-02-1990	Class 022 = Bread bags.	Renewal due 10-02-2010
25690	PARISIAN	Ser 72/170,492 Fld 06-06-1963 Reg 790,803 Iss 06-08-1965	Class 030 = Bakery goods -- namely, bread.	Renewal due 06-08-2005

DOCKET NO.	MARK	SERIAL NO. REG. NO.	GOODS/SERVICES/CLASS	STATUS
25688	PARISIAN AND DESIGN	Ser 72/130,499 Fld 10-23-1961 Reg 749,867 Iss 05-21-1963	Class 030 = Bakery goods -- namely, sweet, sour, and hearth French bread and ring bread (Koulouris).	Renewal due 05-21-2003
26729	RING DING	Ser 72/045,679 Fld 02-11-1958 Reg 669,059 Iss 10-28-1958	Class 030 = Cakes.	Renewal due 10-28-1998
26731	RING DINGS	Ser 75/261,072 Fld 03-20-1997 Reg 2,135,949 Iss 02-10-1998	Class 030 = Pastry products, namely cakes.	5-yr use due 02-10-2003/2004
27239	SNO BALLS	Ser 75/692,387 Fld 04-27-1999 Reg 2,316,836 Iss 02-08-2000	Class 030 = Bakery goods	5-year use due between 02-08-2005/2006
26732	SUNNY DOODLES	Ser 72/383,545 Fld 02-11-1971 Reg 927,855 Iss 01-25-1972	Class 030 = Cake-like confections.	Renewal due 01-25-2002
23978	SUZY QS	Ser 72/124,422 Fld 07-21-1961 Reg 738,321 Iss 09-25-1962	Class 030 = Cake.	Renewal due 09-25-2002
24524	SWEETHEART	Ser 72/204,382 Fld 10-20-1964 Reg 801,976 Iss 01-11-1966	Class 030 = Bread, doughnuts, buns, rolls, stuffing bread, and bakery sweet goods--namely, prune flavored ring, date jam flavored ring, apple flavored ring, cinnamon flavored ring, and sweet rolls.	Renewal due 01-11-2006

DOCKET NO.	MARK	SERIAL NO. REG. NO.	GOODS/SERVICES/CLASS	STATUS
22566	SWEETHEART COUNTRY WHEAT	Ser 74/409,870 Fld 07-01-1993 Reg 1,870,727 Iss 12-27-1994	Class 030 = Bread.	Renewal due between 12-27-2003/2004
23981	TWINKIE THE KID AND DESIGN	Ser 73/027,590 Fld 07-24-1974 Reg 1,040,186 Iss 05-25-1976	Class 030 = Cake.	Renewal due 05-25-2006
23983	TWINKIES	Ser 72/104,234 Fld 09-12-1960 Reg 717,273 Iss 06-20-1961	Class 030 = Cake.	POST REG Office Action due 08-08-2001
24013	WONDER AND BALLOON DESIGN	Ser 74/580,233 Fld 09-29-1994 Reg 2,013,047 Iss 11-05-1996	Class 030 = Salsa, picante sauce, taco shells, tortilla chips, seasoning mixes, tortillas.	5-year use due between 11-05-2001/2002
23996	WONDER KIDS	Ser 74/198,409 Fld 08-26-1991 Reg 1,772,507 Iss 05-18-1993	Class 030 = Bread.	Renewal due 05-18-2003
23987	WONDER	Ser 71/220,328 Fld 09-16-1925 Reg 215,188 Iss 07-13-1926	Class 030 = Bread and cake.	Renewal due 07-13-2006
23990	WONDER	Ser 72/184,794 Fld 01-17-1964 Reg 776,291 Iss 09-01-1964	Class 030 = Biscuits.	Renewal due 09-01-2004
23988	WONDER	Ser 72/169,831 Fld 05-28-1963 Reg 770,038 Iss 05-19-1964	Class 030 = Donuts and pastries.	Renewal due 05-19-2004
23992	WONDER AND BALLOON DESIGN	Ser 74/487,353 Fld 02-07-1994 Reg 1,874,079 Iss 01-17-1995	Class 030 = Bakery products.	Renewal due between 01-17-2004/2005

DOCKET NO.	MARK	SERIAL NO. REG. NO.	GOODS/SERVICES/CLASS	STATUS
23997	WONDER MINUTE BAKER	Ser 74/060,668 Fld 05-21-1990 Reg 1,699,909 Iss 07-07-1991	Class 030 = Bread.	Renewal due 07-07-2002
23991	WONDER	Ser 74/047,029 Fld 04-09-1990 Reg 1,695,479 Iss 06-16-1992	Class 030 = Breakfast cereal.	Renewal due between 06-16-2001/2002
23989	WONDER	Ser 72/122,917 Fld 06-27-1961 Reg 732,800 Iss 06-12-1962	Class 030 = English muffins, potato chips, corn sticks and corn chips.	Renewal due between 06-12-2001/2002
23993	WONDER AND BALLOON DESIGN	Ser 74/129,435 Fld 01-10-1991 Reg 1,665,998 Iss 11-26-1991	Class 030 = Bread, rolls and buns.	Renewal due between 11-26-2000/2001 ***Notice to client 04-09-2001***
27078	HELPS BUILD STRONG BODIES	Ser 75/646,459 Fld 02-23-1999 Reg 2,300,141 Iss 12-14-1999	Class 030 = Bread	5-year use due between 12-14-2004/2005
23932	HELPS BUILD STRONG BODIES 12 WAYS	Ser 72/081,545 Fld 09-17-1959 Reg 719,005 Iss 07-25-1961	Class 030 = Bread.	Renewal due between 07-25-2010/2011
23898	DESIGN (BALLOON ON BREAD WRAPPER)	Ser 72/159,210 Fld 12-07-1962 Reg 780,661 Iss 11-24-1964	Class 030 = Bread, English muffins, potato chips, corn sticks, corn chips, sweet rolls and pastry.	Renewal due 11-24-2004
26733	YANKEE DOODLES (STYLIZED)	Ser 71/520,799 Fld 07-27-1948 Reg 535,134 Iss 12-26-1950	Class 030 = Cake.	Renewal due between 12-26-2009/2010
26735	YANKEEDOODLES (STYLIZED)	Ser 75/261,146 Fld 03-20-1997 Reg 2,135,950 Iss 02-10-1998	Class 030 = Pastry products, namely, cakes.	5-year use due between 02-10-2003/2004

DOCKET NO.	MARK	SERIAL NO. REG. NO.	GOODS/SERVICES/CLASS	STATUS
26734	YANKEE DOODLES	Ser 75/261,073 Fld 03-20-1997 Reg 2,134,518 Iss 02-03-1998	Class 030 = Pastry products, namely, cakes.	5-year use due between 02-03-2003/2004
26736	YODELS	Ser 73/288,076 Fld 01-04-1968 Reg 896,105 Iss 08-04-1970	Class 030 = Devils food cake.	Post-Reg Office Action due 05-24-2001
14578	ZINGERS	Ser 73/434,252 Fld 08-30-1972 Reg 1,001,315 Iss 01-07-1975	Class 030 = Cakes.	Renewal due 01-07-2005
26505	ZINGER SUPREMES	Ser 75/465,906 Fld 04-10-1998 Reg 2,314,992 Iss 02-01-2000	Class 030 = Snack cakes	5-year use due between 02-01-2005/2006
16072	ZINGER ZAPPER!	Ser 73/114,882 Fld 03-07-1977 Reg 1,096,907 Iss 07-18-1978	Class 030 = Cakes.	Renewal due 07-18-2008

GRANT OF
SECURITY INTEREST IN TRADEMARK RIGHTS

THIS GRANT OF SECURITY INTEREST IN TRADEMARK RIGHTS ("Agreement"), dated as of July 19, 2001 is made by Interstate Brands West Corporation, a Delaware corporation (the "Grantor"), in favor of The Chase Manhattan Bank, a New York banking corporation, as Administrative Agent (the "Administrative Agent") for the several banks and other financial institutions (the "Lenders"), parties to the Credit Agreement, dated as of July 19, 2001 (as amended, supplemented or otherwise modified from time to time, the "Credit Agreement"), among Interstate Bakeries Corporation, a Delaware corporation ("Bakeries"), as a Guarantor, Interstate Brands Corporation, a Delaware corporation, and the Grantor, each as a Borrower, the Lenders, the Co-Documentation Agents, the Syndication Agent and the Administrative Agent.

W I T N E S S E T H:

WHEREAS, pursuant to the Credit Agreement, the Lenders have severally agreed to make Loans and other extensions of credit to the Borrowers upon the terms and subject to the conditions set forth therein; and

WHEREAS, in connection with the Credit Agreement, the Grantor, Bakeries and certain of its Subsidiaries have executed and delivered a Guarantee and Collateral Agreement, dated as of July 19, 2001, in favor of the Administrative Agent (together with all amendments and modifications, if any, from time to time thereafter made thereto, the "Guarantee and Collateral Agreement");

WHEREAS, pursuant to the Guarantee and Collateral Agreement, the Grantor pledged and granted to the Administrative Agent for the benefit of the Administrative Agent and the Lenders a continuing security interest in all Intellectual Property, including the Trademarks; and

WHEREAS, the Grantor has duly authorized the execution, delivery and performance of this Agreement;

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and in order to induce the Lenders to make Loans and other financial accommodations to the Borrowers pursuant to the Credit Agreement, the Grantor agrees, for the benefit of the Administrative Agent and the Lenders, as follows:

SECTION 1. Definitions. Unless otherwise defined herein or the context otherwise requires, terms used in this Agreement, including its preamble and recitals, have the meanings provided or provided by reference in the Credit Agreement and the Guarantee and Collateral Agreement.

SECTION 2. Grant of Security Interest. The Grantor hereby pledges and grants a continuing security interest in, and a right of setoff against, and effective upon demand made upon the occurrence and during the continuance of an Event of Default assigns, transfers and conveys, the Trademarks (including, without limitation, the material Trademarks listed on Schedule A hereto), to the Administrative Agent for the benefit of the Administrative Agent and the Lenders to secure payment, performance and observance of the Obligations.

SECTION 3. Purpose. This Agreement has been executed and delivered by the Grantor for the purpose of recording the grant of security interest herein with the United States Patent and Trademark Office. The security interest granted hereby has been granted to the Lenders in connection with the Guarantee and Collateral Agreement and is expressly subject to the terms and conditions thereof. The Guarantee and Collateral Agreement (and all rights and remedies of the Lenders thereunder) shall remain in full force and effect in accordance with its terms.

SECTION 4. Acknowledgment. The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Lenders with respect to the security interest in the Trademarks granted hereby are more fully set forth in the Credit Agreement and the Guarantee and Collateral Agreement, the terms and provisions of which (including the remedies provided for therein) are incorporated by reference herein as if fully set forth herein.

SECTION 5. Counterparts. This Agreement may be executed in counterparts, each of which will be deemed an original, but all of which together constitute one and the same original.

[Remainder of page left blank intentionally; Signature page to follow.]

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed and delivered by their respective officers thereunto duly authorized as of the day and year first above written.

INTERSTATE BRANDS WEST CORPORATION,
as the Grantor

By: _____
Name: Paul E. Yarick
Title: Vice President & Treasurer

THE CHASE MANHATTAN BANK,
as Administrative Agent for the Lenders

By: _____
Name:
Title:

STATE OF MISSOURI)
) ss
COUNTY OF JACKSON)

On the 19th day of July, 2001, before me personally came Paul E. Yarick, who is personally known to me to be the Treas./Vice Pres. of Interstate Brands West Corporation, a Delaware corporation; who, being duly sworn, did depose and say that ~~she~~/he is the Treas./Vice Pres. in such corporation, the corporation described in and which executed the foregoing instrument; that ~~she~~/he executed and delivered said instrument pursuant to authority given by the Board of Directors of such corporation; and that ~~she~~/he acknowledged said instrument to be the free act and deed of said corporation.

TERRY E. HUMPHREY
Notary Public - Notary Seal
STATE OF MISSOURI
Jackson County
My Commission Expires Oct. 13, 2001

Terry E. Humphrey
Notary Public

(PLACE STAMP AND SEAL ABOVE)

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IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed and delivered by their respective officers thereunto duly authorized as of the day and year first above written.

INTERSTATE BRANDS WEST CORPORATION,
as the Grantor

By:_____
Name:
Title:

THE CHASE MANHATTAN BANK,
as Administrative Agent for the Lenders

By:_____
Name: **Marian N. Schulman**
Title: **Vice President**

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STATE OF New York)
) ss
COUNTY OF Kings)

On the 18TH day of July, 2001, before me personally came Marian N. Schulman, who is personally known to me to be the Vice President of The Chase Manhattan Bank, a New York banking corporation; who, being duly sworn, did depose and say that she/he is the Vice President in such banking corporation, the banking corporation described in and which executed the foregoing instrument; that she/he executed and delivered said instrument pursuant to authority given by the Board of Directors of such banking corporation; and that she/he acknowledged said instrument to be the free act and deed of said banking corporation.

Notary Public

(PLACE STAMP AND SEAL ABOVE)

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