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Form PTO-1594  
(Rev. 03/01)  
OMB No. 0651-0027 (exp. 5/31/2002)  
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102222416

U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

Louis Trauth Dairy, LLC  
16 East Eleventh Street  
Newport, KY 41071

- Individual(s)                       Association
- General Partnership               Limited Partnership
- Corporation-State Delaware
- Other limited liability company

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

2. Name and address of receiving party(ies)

Name: First Union National Bank, as Administrative Agent

Internal

Address: \_\_\_\_\_

Street Address: 201 South College Street

City: Charlotte State: NC Zip: 28268

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other National Banking Association

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

OFFICE OF PUBLIC RECORDS  
2002 SEP 11 AM 10:46  
FINANCE SECTION

3. Nature of conveyance:

- Assignment                               Merger
- Security Agreement                       Change of Name
- Other Notice of Grant of Security Interest

Execution Date: December 21, 2001

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

A. Trademark Application No.(s) \_\_\_\_\_

B. Trademark Registration No.(s) \_\_\_\_\_

SEE ATTACHED SCHEDULE

Additional number(s) attached  Yes  No

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

Name: Steven D. Thomas

Internal Address: \_\_\_\_\_

Street Address: Moore & Van Allen, PLLC

2200 West Main Street, Suite 800

City: Durham State: NC Zip: 27705

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

8. Deposit account number:

50-2316

DO NOT USE THIS SPACE

9. Signature.

Steven D. Thomas

Name of Person Signing

Signature

September 11, 2002

Date

Total number of pages including cover sheet, attachments, and document: \_\_\_\_\_

5

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

09/16/2002 ANNED1 00000030 2372440  
01 FC:481 40.00 DP  
02 FC:482 25.00 DP

TRADEMARK  
REEL: 2581 FRAME: 0985

**Exhibit A**

**Louis Trauth Dairy, Inc.**  
**(Louis Trauth Dairy, LLC, as successor in interest)**  
**(Delaware Corporation)**

**Registered Marks**

Mark	Registration No.	Registration Date
DESIGN ONLY	2,372,440	08/01/00
LOUIS TRAUTH DAIRY, INC.	2,403,496	11/14/00

NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Please be advised that pursuant to the Security Agreement dated as of December 21, 2001 (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and First Union National Bank, as Administrative Agent (the "Administrative Agent") for the Lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the Lenders:

TRADEMARKS

<u>Trademark Registration No.</u>	Description of Trademark <u>Item</u>	Date of <u>Trademark</u>
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See attached EXHIBIT A

TRADEMARK APPLICATIONS

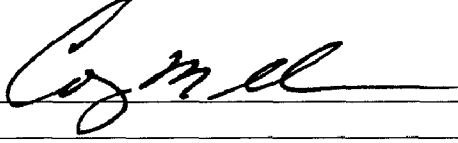
<u>Trademark Applications No.</u>	Description of Trademark <u>Applied For</u>	Date of Trademark <u>Applications</u>
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See attached EXHIBIT A

The Obligor and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

LOUIS TRAUTH DAIRY, LLC,  
a Delaware limited liability company (successor in interest  
to Louis Trauth Dairy, Inc.)

By:   
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Acknowledged and Accepted:

FIRST UNION NATIONAL BANK,  
as Administrative Agent

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

The Obligor and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

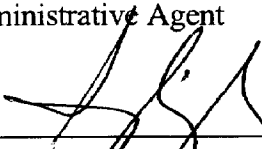
Very truly yours,

LOUIS TRAUTH DAIRY, LLC,  
a Delaware limited liability company (successor in interest  
to Louis Trauth Dairy, Inc.)

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Acknowledged and Accepted:

FIRST UNION NATIONAL BANK,  
as Administrative Agent

By:  \_\_\_\_\_  
Name: **Jorge A. Gonzalez** \_\_\_\_\_  
Title: **Senior Vice President** \_\_\_\_\_

September 11, 2002

**Steven D. Thomas**  
Attorney at Law

T 919 286 8122  
F 919 416 8322  
steventhomas@mvalaw.com

**Via Express Mail:**  
**EV177008604US**

Commissioner of Patents and Trademarks  
**BOX ASSIGNMENTS**  
Washington, D.C. 20231

Moore & Van Allen PLLC

Offices:  
Suite 800  
2200 West Main Street  
Durham, NC 27705-4658

**Re: Recordation of Notice of Grant of Security Interest in Trademarks.**  
**Attorney Docket Number: 512485.905**

Mailing Address:  
Post Office Box 3843  
Durham, NC 27702-3843

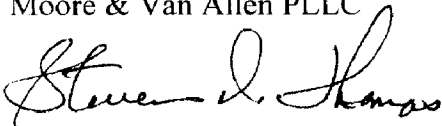
Dear Sir/Madam:

Please find enclosed the following documents for recording with the Patent and Trademark Office.

1. Recordation Form Cover Sheet – Trademarks;
2. Notice of Grant of Security Interest in Trademarks, executed December 21, 2001, between Louis Trauth Dairy, LLC and First Union National Bank, as Administrative Agent;
3. Check No. 34990 in the amount of Sixty-Five Dollars (\$65.00);
4. Postcard acknowledgment of filed Notice of Grant of Security Interest in Trademarks documents.

Sincerely yours,

Moore & Van Allen PLLC



Steven D. Thomas

CERTIFICATE OF MAILING BY "EXPRESS MAIL"  
"Express Mail" mailing label number EV177008604  
I hereby certify that this correspondence is addressed to the Commissioner of Patents and Trademarks, BOX ASSIGNMENTS, Washington, DC 20231 and is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 on the date noted below.

TIM KROLL  
(Typed or printed name of person mailing paper or fee)

[Signature]  
(Signature of person mailing papers or fee)

9/11/02  
(Date of Signature)