

02-13-2003

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

CORR. 2/5/03 REC T.

102356337

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):

KD Acquisition I, LLC

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other DE Limited Liability Company

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other * See Below

Execution Date: 10/10/02

2. Name and address of receiving party(ies)

Name: General Electric Capital Corporation, as Agent Internal Address:

Street Address: 201 High Ridge Road

City: Stamford State: CT Zip: 06927-5100

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Delaware 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)

B. Trademark Registration No.(s)

2,426,769

Additional number(s) attached Yes No

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

Name: Linda R. Kastner

Internal Address: c/o Latham & Watkins

Suite 5800, Sears Tower

Street Address: 233 S. Wacker Drive

City: Chicago State: IL Zip: 60606

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

02/14/2003 6TON11 00000054 2426769

Linda R. Kastner

Name of Person Signing

Signature Linda R. Kastner 2/4/03 Date

Total number of pages including cover sheet, attachments, and document: 24

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments

Record to correct wrong registration number 2426769 on a security agreement previously recorded at Reel 2599 Frame 0241

TRADEMARK REEL: 002608 FRAME: 0234

CONTINUATION OF ITEM 1

ADDITIONAL CONVEYING PARTIES

Snow Ball Foods, LLC, a Delaware limited liability company
KD Holdings, LLC, a Delaware limited liability company
Snow Ball Holding Co., Inc., a New Jersey corporation
KDSB Holdings, LLC, a Delaware limited liability company

10-16-2002

10-16-02

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/3) Tab settings ⇌ ⇌ ⇌



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

To the Honorable Commissioner of Patents and Trademarks, please return the attached original documents or copy thereof.

1. Name of conveying party(ies): KD Acquisition I, LLC
10-16-02
Individual(s) Association
General Partnership Limited Partnership
Corporation-State
Other DE Limited Liability Company
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: General Electric Capital Corporation, as Agent
Internal
Address:
Street Address: 201 High Ridge Road
City: Stamford State: CT Zip: 06927-5100
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State Delaware
Other

3. Nature of conveyance:
Assignment Merger
Security Agreement Change of Name
Other Amendment No. 1 to Trademark Security Agreement
Execution Date: 10/10/02

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)
B. Trademark Registration No.(s) 2,426,796

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Linda R. Kastner
Internal Address: c/o Latham & Watkins
Suite 5800, Sears Tower
Street Address: 233 S. Wacker Drive
City: Chicago State: IL Zip: 60606

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00
Enclosed
Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.
Linda R. Kastner
Signature Date 10/11/02
Total number of pages including cover sheet, attachments, and document: 19

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

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TRADEMARK REEL: 002608 FRAME: 0236

CONTINUATION OF ITEM 1

ADDITIONAL CONVEYING PARTIES

Snow Ball Foods, LLC, a Delaware limited liability company

KD Holdings, LLC, a Delaware limited liability company

Snow Ball Holding Co., Inc., a New Jersey corporation

KDSB Holdings, LLC, a Delaware limited liability company

**AMENDMENT NO. 1 TO
TRADEMARK SECURITY AGREEMENT**

THIS AMENDMENT NO. 1 ("Amendment") to that certain Trademark Security Agreement dated as of March 13, 2002 (the "Trademark Security Agreement") by and among KD Acquisition I, LLC, a Delaware limited liability company ("KD"), Snow Ball Foods, LLC, a Delaware limited liability company ("Snow Ball"), KD Holdings, LLC, a Delaware limited liability company ("KD Holdings"), Snow Ball Holding Co., Inc., a New Jersey corporation ("Snow Ball Holdings"), KDSB Holdings, LLC, a Delaware limited liability company ("Holdings") (collectively, the "Grantors") in favor of General Electric Capital Corporation, a Delaware corporation, individually and in its capacity as Agent for Lenders ("GECC") with an office at 201 High Ridge Rd., Stamford, CT 06927-5100, is made as of October 10, 2002.

WHEREAS, KD and Snow Ball (the "Borrowers") and GECC are parties to that certain Credit Agreement dated as of March 18, 2002, (as amended from time to time the "Credit Agreement), pursuant to which GECC agreed to make loans and incur Letter of Credit Obligations on behalf of the Borrowers and the Borrowers and KD Holdings, Snow Ball Holdings and Holdings have granted to GECC, a security interest in substantially all of their assets, including, without limitation, their trademarks, trademark applications, tradenames, service marks, service mark applications and goodwill (collectively, "Trademarks");

WHEREAS, the Trademark Security Agreement was duly recorded in the United States Patent and Trademark Office on March 18, 2002 at Reel 002462, Frame 0330, in the form attached hereto as Exhibit 1; and

WHEREAS, the parties desire to amend Schedule I to the Trademark Security Agreement to reflect the deletion of trademark registration number 2,426,796 and to insert instead registration number 2,426,769.

NOW, THEREFORE, for good and valuable consideration, the receipt and legal sufficiency of which are hereby acknowledged, the parties hereto hereby agree to amend the Trademark Security Agreement as follows:

1. Schedule I to the Trademark Security Agreement is hereby amended to reflect the deletion of trademark registration number 2,426,796 and to insert instead registration number 2,426,769.

2. Effect of Amendment. Except as expressly amended by this Amendment, the terms of the Trademark Security Agreement shall remain in full force and effect as executed. This Amendment may be executed in counterparts, each of which shall be an original and all of which, taken together, shall constitute one and the same instrument.

IN WITNESS WHEREOF, the Grantors and GECC have each caused this Amendment to be duly executed and delivered by an officer thereunto duly authorized as of the date first above written.

KD ACQUISITION I, LLC

By: Jim Skidmore
Name: Jim Skidmore
Title: Vice President

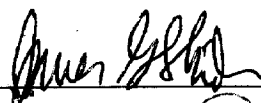
SNOW BALL FOODS, LLC

By: Jim Skidmore
Name: Jim Skidmore
Title: Vice President

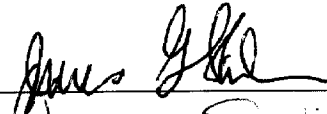
KD HOLDINGS, LLC

By: Jim Skidmore
Name: Jim Skidmore
Title: Vice President

SNOW BALL HOLDING CO., INC.

By: 
Name: JIM SKIDMORE
Title: Vice President

KDSB HOLDINGS, LLC

By: 
Name: JIM SKIDMORE
Title: Vice President

ACCEPTED AND ACKNOWLEDGED BY:

GENERAL ELECTRIC CAPITAL CORPORATION, as Agent

By: _____

Name: _____

Title: _____

SNOW BALL HOLDING CO., INC.

By: _____

Name: _____

Title: _____

KDSB HOLDINGS, LLC

By: _____

Name: _____

Title: _____

ACCEPTED AND ACKNOWLEDGED BY:

GENERAL ELECTRIC CAPITAL CORPORATION, as Agent

By: Michael Fine

Name: Michael Fine

Title: Its Duly Authorized Signatory

EXHIBIT 1

COPY OF RECORDED TRADEMARK SECURITY AGREEMENT

E-1

HS47058.1

RECORDED: 02/05/2003

**TRADEMARK
REEL: 002608 FRAME: 0242**