

12-11-02

12-16-2002

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



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

102312488

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

1. Name of conveying party(ies): Milnot Company 100 South Fourth Street, Suite 1200 St. Louis, MO 63102

2. Name and address of receiving party(ies) Name: Bank of America, N.A., as Collateral Agent Internal Address: 101 North Tryon Street City: Charlotte State: NC Zip: 28255

3. Nature of conveyance: [X] Other Notice of Grant of Security Interest Execution Date: October 11, 2002

4. Application number(s) or registration number(s): A. Trademark Application No.(s) SEE ATTACHED SCHEDULE

B. Trademark Registration No.(s) SEE ATTACHED SCHEDULE

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Steven D. Thomas Internal Address: Moore & Van Allen, PLLC Street Address: 2200 West Main Street Suite 800 City: Durham State: NC Zip: 27705

6. Total number of applications and registrations involved: 14 7. Total fee (37 CFR 3.41): \$ 365.00 [X] Enclosed [X] 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 Date December 11, 2002

Total number of pages including cover sheet, attachments, and document: 05

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

12/13/2002 GT0N11 00000041 2108135 01 FC:8521 02 FC:8522 40.00 OP 325.00 OP

TRADEMARK REEL: 002633 FRAME: 0610

Exhibit A

**The Milnot Company
(Delaware Corporation)**

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
DUFFY'S	2108135	10/28/97
CHILLI MAN	1923909	10/3/95
CHILLI MAN	1934806	11/14/95
2-TIME WORLD CHAMPION and Design	1887359	4/4/95
2-TIME WORLD CHAMPION and Design	1750267	2/2/93
CHOLESTEROL FREE MILNOT and Design	1529888	3/14/89
DAIRY SWEET	1386912	3/18/86
SUNSHINE	1250578	9/6/83
DAIRY SWEET	1260587	12/6/83
SUNSHINE	1140479	10/14/80
SUNSHINE and Design	1150549	4/7/81
MILNOT and Design	962190	6/26/73
MILNOT IF COWS COULD... THEY'D GIVE and Design	770447	5/26/64
MILNOT	682615	7/28/59

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Amended and Restated Security Agreement dated as of October 11, 2002 (the "Security Agreement") by and among the Obligors thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Collateral Agent (the "Collateral 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 Collateral Agent for the ratable benefit of the Lenders:

TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark</u>	<u>Date of Trademark</u>
----------------------	---------------------------------	--------------------------

See Exhibit A, attached hereto and made a part hereof.

TRADEMARK APPLICATIONS


<u>Trademark Application No.</u>	<u>Description of Trademark Applied For</u>	<u>Date of Trademark Application</u>
----------------------------------	---	--------------------------------------

See Exhibit A, attached hereto and made a part hereof.

The Obligors and the Collateral 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,

MILNOT COMPANY

By: 
Name: Alan S. Gony
Title: CHIEF FINANCIAL OFFICER

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Collateral Agent

By: _____
Name: _____
Title: _____

The Obligors and the Collateral 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,

MILNOT COMPANY

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Collateral Agent

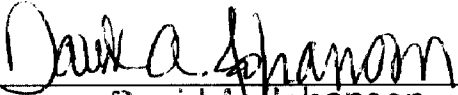
By: 
Name: David A. Johanson
Title: Vice President

Exhibit A

**The Milnot Company
(Delaware Corporation)**

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
DUFFY'S	2108135	10/28/97
CHILLI MAN	1923909	10/3/95
CHILLI MAN	1934806	11/14/95
2-TIME WORLD CHAMPION and Design	1887359	4/4/95
2-TIME WORLD CHAMPION and Design	1750267	2/2/93
CHOLESTEROL FREE MILNOT and Design	1529888	3/14/89
DAIRY SWEET	1386912	3/18/86
SUNSHINE	1250578	9/6/83
DAIRY SWEET	1260587	12/6/83
SUNSHINE	1140479	10/14/80
SUNSHINE and Design	1150549	4/7/81
MILNOT and Design	962190	6/26/73
MILNOT IF COWS COULD... THEY'D GIVE and Design	770447	5/26/64
MILNOT	682615	7/28/59

December 11, 2002

Steven D. Thomas
Attorney at Law

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

Via Express Mail:
EV188848410US

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: 017625.2234

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 October 11, 2002 between Milnot Company and Bank of America, N.A., as Collateral Agent;
3. Check No. 35680 in the amount of Three Hundred and Sixty-Five Dollars (\$365.00);
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 EV188848410US
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.

WYATT D HAMILTON
(Typed or printed name of person mailing paper or fee)

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

12-11-02
(Date of Signature)