

02-05-2003



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Form PTO-1594
1-31-92

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U.S. DEPARTMENT OF COMMERCE
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):
Ideal Baking Company, Inc. **1-31-03**

Individuals Association
 General Partnership Limited Partnership

Corporation - Arkansas
 Other

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

3. Nature of conveyance:

Assignment Merger
 Security Interest Change of Name
 Other

Execution Date: December 30, 2002

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

Additional numbers attached? Yes No

2. Name and address of receiving party(ies):
Name: Deutsche Bank Trust Company Americas (f/k/a Bankers Trust Company)

Internal Address:
Street Address: 31 West 52nd Street
City: New York State: New York Zip Code: 10019

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation
 Other Collateral Agent

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Helen Bruno, Senior Legal Assistant
Internal Address: White & Case LLP

Street Address: 1155 Avenue of the Americas
City: New York State: New York ZIP: 10036

Trademark Registration No.(s)
841702
1046949

OFFICE OF PUBLIC RECORDS
2003 JUN 31 AM 10:18
FINANCE SECTION

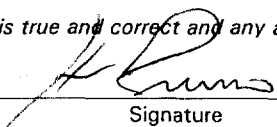
6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41): \$ 65.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
23-1705
(Attach 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.

Helen Bruno  January 31, 2003
Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 7

OMB No. 0651-0011 (exp. 4/94)

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Mail documents to be recorded with required cover sheet information to:

**Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231**

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

02/04/2003 ECDOPER 00000252 231705 841702

01 FC:8521 40.00 CH
02 FC:8522 25.00 CH

**GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Ideal Baking Company, Inc., an Arkansas corporation (the "Grantor") with principal offices at 1223 St. Louis Street, Batesville, Arkansas 72501, hereby assigns and grants to DEUTSCHE BANK TRUST COMPANY AMERICAS (f/k/a BANKERS TRUST COMPANY), as Collateral Agent, with principal offices at 31 West 52nd Street, Mail Stop NYC01-0705, New York, New York 10019 (the "Grantee"), a security interest in (i) all of the Grantor's right, title and interest in and to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the Security Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of March 26, 2001 (as amended from time to time, the "Security Agreement"). Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Grantee shall, upon such satisfaction, execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Marks acquired under this Grant.

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

* * *

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the 36th day of December, 2002.

IDEAL BAKING COMPANY, INC., Grantor

By Stephen R. Avon
Name: Stephen R Avon
Title: Vice Pres.

DEUTSCHE BANK TRUST COMPANY
AMERICAS (f/k/a BANKERS TRUST
COMPANY), as Collateral Agent, Grantee

By _____
Name:
Title:

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of

the 15th day of ~~December~~, 2002.
January, 2003.

IDEAL BAKING COMPANY, INC., Grantor

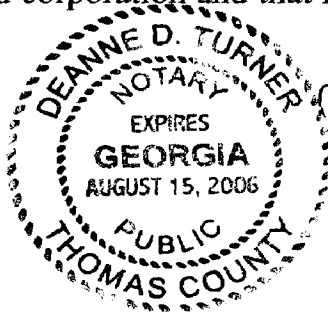
By _____
Name:
Title:

DEUTSCHE BANK TRUST COMPANY
AMERICAS (f/k/a BANKERS TRUST
COMPANY), as Collateral Agent, Grantee

By *Scotty Lindsey*
Name: **Scotty Lindsey**
Title: **Vice President**

STATE OF Georgia)
) ss.: 259860954
COUNTY OF Thomas)

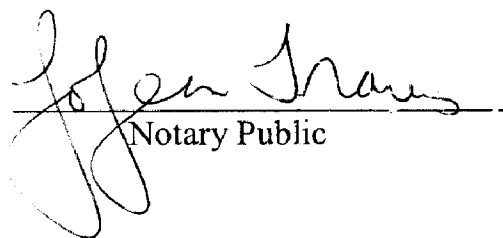
On this 30th day of December, 2002, before me personally came Stephen R Arera who, being by me duly sworn, did state as follows: that he is Vice President of IDEAL BAKING COMPANY, INC., that he is authorized to execute the foregoing Grant on behalf of said corporation and that he did so by authority of the Board of Directors of said corporation.



Deanne D Turner
Notary Public

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On this 15th day of JAN. 2003, before me personally came Scottye D. Lindsey who, being by me duly sworn, did state as follows: that he is a Vice President of Deutsche Bank Trust Company Americas (f/k/a Bankers Trust Company) that he is authorized to execute the foregoing Assignment on behalf of said corporation and that he did so by authority of the Board of Directors of said corporation.



Notary Public

JOJEAN TRAVIS
Registration No. 01TR5013241
New York County
July 15, 2003

Ideal Baking Company, Inc.

TRADEMARK	Registration Number	Registration Date
HEALTHLINE	1647562	June 11, 1991
IDEAL	0841702	January 2, 1968
IDEAL	1046949	September 18, 1996