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TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE: NEW ASSIGNMENT

NATURE OF CONVEYANCE: Notice of Grant of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Dean Foods Company		12/21/2001	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	First Union National Bank, as Administrative agent
Street Address:	201 S. College Street
Internal Address:	CP-8
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28288-0680
Entity Type:	National Association: UNITED STATES

PROPERTY NUMBERS Total: 1

Property Type	Number
Serial Number:	76349779

CORRESPONDENCE DATA

Fax Number: (919)286-8199

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: (919) 286-8122

Email: PTO_TMconfirmation@mvalaw.com

Correspondent Name: Moore & Van Allen PLLC Address Line 1: 2200 W. Main Street

Address Line 2: Suite 800

Address Line 4: Durham, NORTH CAROLINA 27705

ATTORNEY DOCKET NUMBER: 512485/000905

NAME OF SUBMITTER: Steven D. Thomas

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REEL: 002689 FRAME: 0723

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Total Attachments: 5
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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

Trademark Registration No.	Description of Trademark Item	Date of <u>Trademark</u>	Name of Owner
'729,814	ARNOLD'S		DTMC, Inc.
1,432,141	SQUEEZA DELI		DTMC, Inc.
1,202,218	ARCTIC TREATS at	nd Design	DTMC, Inc.
972,975	GIPPY		DTMC, Inc.
921,212	BETTER THAN IT I	HAS TO BE	DTMC, Inc.
901,256	LEAN & KEEN Styli	ized Letters	DTMC, Inc.
851,544	BIMINI Stylized Lett	ers	DTMC, Inc.
2,081,816	MEADOW GOLD as	nd Design	Southern Foods Group, L.P.

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1,326,215	MEADOW GOLD	Southern Foods
		Group, L.P.
812,645	SALAD DELITES	Dean Pickle and Specialty Products Company, successor to W.B. Roddenberry Company, Inc.
546,091	PLANTATION PRIDE	Dean Pickle and Specialty Products Company, successor to W.B. Roddenberry Company, Inc.
385,785	PATCH Stylized Letters	Dean Pickle and Specialty Products Company, successor to W.B. Roddenberry Company, Inc.
2,328,386	PARA ENSALADAS QUE	Dean Dip & Dressing
	SALTAN DE SABOR <salads< td=""><td>Company, LLC</td></salads<>	Company, LLC
	THAT JUMP WITH FLAVOR>	

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TRADEMARK APPLICATIONS

Trademark Applications No.	Description of Trademark Applied For	Date of Trademark Applications	Name of Owner
76/061,482	POUCHEZE		DTMC, Inc.
76/046,027	TROUBLE		DTMC, Inc.
75/980,404	POUCHEZE		DTMC, Inc.
76-300,074	SASSERS		Suiza Dairy Group, L.P.
76-298,209	YONSON		Suiza Dairy Group, L.P.
76-285,568	MILK MADE BETTER		Suiza Dairy Group, L.P.
75-013,828	COUNTRY FRESH		Country Fresh, LLC (successor to Country Fresh, Inc.)
76-349780	PINEMONT FARMS		Land-O-Sun Dairies, LLC
76-349778	DAIRY DUETS		Southern Foods Group, L.P.
76-339429	IT'S NOT MY BIRTHDAY		Land-O-Sun Dairies, LLC
76-339428	SOC (STACKS O' CHOCOL	ATE) IT TO ME	Land-O-Sun Dairies, LLC
76-339427	LEMONICIOUS		Land-O-Sun Dairies, LLC
76-336448	OOZLE DOOZLE		Land-O-Sun Dairies, LLC
/16-336447	PCB SUPREME		Land-O-Sun Dairies,

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76-336446	ICEY DICEY	Land-O-Sun Dairies,
76-336445	BLACK AND BLUE	Land-O-Sun Dairies, LLC
76-336444	PEACH RAZZMATAZZ	Land-O-Sun Dairies,
76-349779	DEAN FOODS and LOGO	Dean Foods Company
78-107709	ABBOTTS	Dean Northeast, LLC, successor to Garelick Farms, Inc.
76-372443	MONTICELLO	Morningstar Foods Inc.

Each 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,

DEAN FOODS COMPANY

DTMC, INC.

DEAN PICKLE AND SPECIALTY PRODUCTS COMPANY (SUCCESSOR TO W.B. RODDENBERRY COMPANY, INC.)

MORNINGSTAR FOODS INC.

BY: NAME:

TITLE:

TRXDEM%RW.02

DEAN NORTHEAST, LLC, SUCCESSOR TO GARELICK FARMS, INC.

LAND-O-SUN DAIRIES, LLC

DEAN DIP AND DRESSING COMPANY, LLC

BY: Con m. Old NAME: Con m. Olson TITLE:

SUIZA DAIRY GROUP, L.P. a Delaware limited partnership

BY: SUIZA DAIRY GROUP GP, LLC a Delaware limited liability company

BY: Con m. Okan NAME: Con m. Okan TITLE: V. F.

SOUTHERN FOODS GROUP, L.P.

a Delaware limited partnership

RECORDED: 07/25/2003

BY: SOUTHERN FOODS GROUP GP, LLC a Delaware limited liability company

BY: Cong M. O'son
TITLE: V.P.

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