

**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
Morningstar Foods, Inc.		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:	76372443

**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

**TRADEMARK**

**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 Obligor 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>	<u>Description of Trademark Item</u>	<u>Date of Trademark</u>	<u>Name of Owner</u>
<del>729,814</del>	<del>ARNOLD'S</del>	<del></del>	<del>DTMC, Inc.</del>
1,432,141	SQUEEZA DELI		DTMC, Inc.
1,202,218	ARCTIC TREATS and Design		DTMC, Inc.
972,975	GIPPY		DTMC, Inc.
921,212	BETTER THAN IT HAS TO BE		DTMC, Inc.
901,256	LEAN & KEEN Stylized Letters		DTMC, Inc.
851,544	BIMINI Stylized Letters		DTMC, Inc.
<del>2,081,816</del>	<del>MEADOW GOLD and Design</del>	<del></del>	<del>Southern Foods Group, L.P.</del>

TRADEMARK

REEL: 002689 FRAME: 0926

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 SALTAN DE SABOR <SALADS THAT JUMP WITH FLAVOR>	Dean Dip & Dressing Company, LLC

TRADEMARK APPLICATIONS

<u>Trademark Applications No.</u>	<u>Description of Trademark Applied For</u>	<u>Date of Trademark Applications</u>	<u>Name of Owner</u>
<del>76/061,482</del>	<del>POUCHEZE</del>	<del></del>	<del>DTMC, Inc.</del>
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' CHOCOLATE) 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
<del>76-336447</del>	<del>PCB SUPREME</del>	<del></del>	<del>Land-O-Sun Dairies, LLC</del>

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

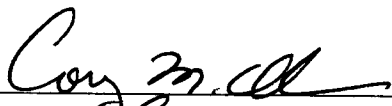
Very truly yours,

**DEAN FOODS COMPANY**

**DTMC, INC.**

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

**MORNINGSTAR FOODS INC.**

BY:   
NAME: Cory M. Olson  
TITLE: V.P.

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

**LAND-O-SUN DAIRIES, LLC**

**DEAN DIP AND DRESSING COMPANY, LLC**

BY: Cory M. Olson  
NAME: Cory M. Olson  
TITLE: V.P.

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

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

BY: Cory M. Olson  
NAME: Cory M. Olson  
TITLE: V.P.

**SOUTHERN FOODS GROUP, L.P.**  
a Delaware limited partnership

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

BY: Cory M. Olson  
NAME: Cory M. Olson  
TITLE: V.P.