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

Tab settings

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

1. Name of conveying party(ies): WISCONSIN CHEESE GROUP, INC. 7-21-03

- Individual(s) Association General Partnership Limited Partnership Corporation-State Wisconsin Other

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

- Assignment Merger Security Agreement Change of Name Other Memorandum of Security Agreement

Execution Date: May 30, 2003

2. Name and address of receiving party(ies)

Name: David McNeely Internal Address:

Street Address:

City: State: Zip:

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

1,495,264

Additional number(s) attached Yes No

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

Name: David V. Radack, Esquire

Internal Address: Eckert Seamans

Cherin & Mellott, LLC

U.S. Steel Tower

Street Address: 600 Grant Street

44th Floor

City: Pittsburgh State: PA Zip: 15219

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:

02-2556

(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.

David V. Radack Name of Person Signing

Signature

July 16, 2003 Date

Total number of pages including cover sheet, attachments, and document: 2

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

MEMORANDUM OF SECURITY AGREEMENT

WHEREAS, Wisconsin Cheese Group, Inc. ("Grantor") has granted to David McNeely, Collateral Agent ("Secured Party") a security interest in and to the mark **EL VIAJERO** (the "Mark") and the federal trademark registration thereof, United States Trademark Registration No. 1,495,264, by virtue of a Security Agreement dated May 30, 2003 entered into by and between the Grantor and Secured Party; and

WHEREAS, the parties hereto desire to make such security interest in the Mark and its registration of record in the United States Patent and Trademark Office ("USPTO").

NOW, THEREFORE, the undersigned parties hereby acknowledge that Grantor has granted to Secured Party a security interest in the Mark and the registration thereof and by this Memorandum desire to make the granting of such security interest of record in the USPTO. Either Grantor or Secured Party will cause this Memorandum to be duly filed and recorded in the USPTO.

WISCONSIN CHEESE GROUP, INC.
GRANTOR

By:  _____
[Signature]

Franz Hofmeister

Title: President

DAVID McNEELY, COLLATERAL AGENT
SECURED PARTY

 _____
[Signature]

David McNeely, Collateral Agent