

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	CORRECTIVE ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Corrective Assignment to correct the the Entity Type of Receiving Party to CORPORATION: DELAWARE previously recorded on Reel 003084 Frame 0450. Assignor(s) hereby confirms the correction of Entity Type of Receiving Party from CORPORATION: OHIO to CORPORATION: DELAWARE.

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Shearer's Foods, Inc.		05/06/2005	CORPORATION: OHIO

**RECEIVING PARTY DATA**

<b>Name:</b>	Roynat Merchant Capital Inc., as Collateral Agent
<b>Street Address:</b>	100 North Tryon Street
<b>Internal Address:</b>	Suite 3720
<b>City:</b>	Charlotte
<b>State/Country:</b>	NORTH CAROLINA
<b>Postal Code:</b>	28202
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 14**

Property Type	Number	Word Mark
Registration Number:	2805553	TIRITAS
Registration Number:	2720617	DIPSTER
Registration Number:	2666407	
Registration Number:	2666406	
Registration Number:	2326737	LUNCH BUNCH
Registration Number:	2202051	SHEARER PERFECTION IN EVERY BAG
Registration Number:	2026708	CLASSIC GOLD
Registration Number:	1621442	GRANDPA'S CHOICE
Registration Number:	1620176	MESQUITE GRANDPA'S CHOICE
Serial Number:	78572203	SHEARER'S
Serial Number:	78246325	NAPA VALLEY SNACKS A DELICIOUS BLEND OF AROMAS, TEXTURE, TASTE AND PERSONALITY

OP \$365.00 2805553

Serial Number:	78246317	NAPA VALLEY FOODS
Serial Number:	78246312	NAPA VALLEY SNACKS
Serial Number:	76573119	SHEARER'S

**CORRESPONDENCE DATA**

Fax Number: (919)416-8339  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 919 286-8049  
Email: PTO\_TMconfirmation@mvalaw.com  
Correspondent Name: Moore & Van Allen PLLC  
Address Line 1: 430 Davis Drive  
Address Line 2: Suite 500  
Address Line 4: Morrisville, NORTH CAROLINA 27650

NAME OF SUBMITTER:	Charles L. Evans
Signature:	/Charles L. Evans/
Date:	05/23/2005

**Total Attachments: 11**  
source=NGSI-T correction Shearer's Foods#page1.tif  
source=NGSI-T correction Shearer's Foods#page2.tif  
source=NGSI-T correction Shearer's Foods#page3.tif  
source=NGSI-T correction Shearer's Foods#page4.tif  
source=NGSI-T correction Shearer's Foods#page5.tif  
source=NGSI-T correction Shearer's Foods#page6.tif  
source=NGSI-T correction Shearer's Foods#page7.tif  
source=NGSI-T correction Shearer's Foods#page8.tif  
source=NGSI-T correction Shearer's Foods#page9.tif  
source=NGSI-T correction Shearer's Foods#page10.tif  
source=NGSI-T correction Shearer's Foods#page11.tif

Serial Number:

76573119

SHEARER'S

**CORRESPONDENCE DATA**

Fax Number: (919)416-8339

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

Phone: 919 286-8049

Email: PTO\_TMconfirmation@mvalaw.com

Correspondent Name: Moore & Van Allen PLLC

Address Line 1: 430 Davis Drive

Address Line 2: Suite 500

Address Line 4: Morrisville, NORTH CAROLINA 27650

**NAME OF SUBMITTER:**

Charles L. Evans

**Signature:**

/Charles L. Evans/

**Date:**

05/16/2005

**Total Attachments: 4**

source=NGSI-T Shearer's Foods#page1.tif

source=NGSI-T Shearer's Foods#page2.tif

source=NGSI-T Shearer's Foods#page3.tif

source=NGSI-T Shearer's Foods#page4.tif



## Electronic Trademark Assignment System

Trademark Assignment Recordation Form  
Navigation: Dashboard - Tables - Conveyance Type - Correspondence - Conveyance - Receive - Bulk - Assignments - Sign - Validate

PTO-1594 (Rev. 10/02)  
 OMB No. 0651-0027 (Exp. 6/30/2005)

### Validate

All data entered on the previous screens are displayed below. Check the data carefully. If you find any errors, go back to the appropriate screen and correct. Otherwise, select the Go to Payment screen button to proceed.

<b>TRADEMARK ASSIGNMENT</b>
-----------------------------

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Notice of Grant of Security Interest		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Shearer's Foods, Inc.		05/06/2005	CORPORATION: OHIO
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Roynat Merchant Capital Inc., as Collateral Agent		
<b>Street Address:</b>	100 North Tryon Street		
<b>Internal Address:</b>	Suite 3720		
<b>City:</b>	Charlotte		
<b>State/Country:</b>	NORTH CAROLINA		
<b>Postal Code:</b>	28202		
<b>Entity Type:</b>	CORPORATION: <del>OHIO</del> DELAWARE		
<b>PROPERTY NUMBERS Total: 14</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2805553	TIRITAS	
<b>Registration Number:</b>	2720617	DIPSTER	

Registration Number:	2666407	
Registration Number:	2666406	
Registration Number:	2326737	LUNCH BUNCH
Registration Number:	2202051	SHEARER PERFECTION IN EVERY BAG
Registration Number:	2026708	CLASSIC GOLD
Registration Number:	1621442	GRANDPA'S CHOICE
Registration Number:	1620176	MESQUITE GRANDPA'S CHOICE
Serial Number:	78572203	SHEARER'S
Serial Number:	78246325	NAPA VALLEY SNACKS A DELICIOUS BLEND OF AROMAS, TEXTURE, TASTE AND PERSONALITY
Serial Number:	78246317	NAPA VALLEY FOODS
Serial Number:	78246312	NAPA VALLEY SNACKS
Serial Number:	76573119	SHEARER'S

#### CORRESPONDENCE DATA

Fax Number: (919)416-8339  
 Correspondence will be sent via US Mail when the fax attempt is unsuccessful.  
 Phone: 919 286-8049  
 Email: PTO\_TMconfirmation@mvalaw.com  
 Correspondent Name: Moore & Van Allen PLLC  
 Address Line 1: 430 Davis Drive  
 Address Line 2: Suite 500  
 Address Line 4: Morrisville, NORTH CAROLINA 27650

NAME OF SUBMITTER:	Charles L. Evans
Signature:	/Charles L. Evans/
Date:	05/16/2005

**Total Attachments: 4**  
 source=NGSI-T Shearer's Foods#page1.tif  
 source=NGSI-T Shearer's Foods#page2.tif  
 source=NGSI-T Shearer's Foods#page3.tif  
 source=NGSI-T Shearer's Foods#page4.tif

Fee calculated, according to the USPTO fee table

Description	Fee code	Fee code amount	Quantity	Fee

first mark per document	8522	25.0	13	325.0
For second and subsequent marks in the same document				
<b>Total</b>				<b>\$365.00</b>

[Go to Payment screen](#)

[Back](#)

[Cancel](#)

[Advanced Operations](#)

Save form for future access, or prepare a template

[HOME](#) | [INDEX](#) | [SEARCH](#) | [eBUSINESS](#) | [CONTACT US](#) | [PRIVACY STATEMENT](#)

05/16/2005 12:33 PM EDT

**NOTICE**  
**OF**  
**GRANT OF SECURITY INTEREST**  
**IN**  
**TRADEMARKS**

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of May 6, 2005 (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement") by and among the Grantors thereto (each an "Grantor" and collectively, the "Grantors") and Roynat Merchant Capital Inc., as Collateral Agent (the "Collateral Agent") for the lenders referenced therein (the "Lenders"), the undersigned Grantor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Collateral Agent for the benefit of the Lenders:

TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark</u>	<u>Date of Trademark</u>
	See Schedule A attached hereto.	

TRADEMARK APPLICATIONS

<u>Trademark Application No.</u>	<u>Description of Trademark Applied For</u>	<u>Date of Trademark Application</u>
	See Schedule A attached hereto.	

The Grantors 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,

SHEARER'S FOODS, INC.,  
an Ohio corporation

By: Robert Shearer  
Name: ROBERT J. SHEARER  
Title: President

Acknowledged and Accepted:

ROYNAT MERCHANT CAPITAL INC.,  
as Collateral Agent

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_



The Grantors 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.

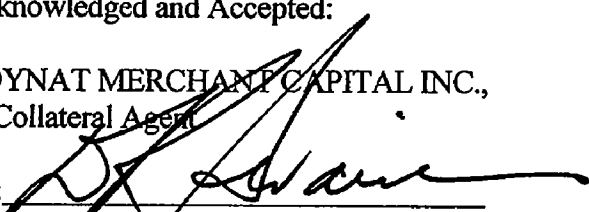
Very truly yours,

SHEARER'S FOODS, INC.,  
an Ohio corporation

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Acknowledged and Accepted:

ROYNAT MERCHANT CAPITAL INC.,  
as Collateral Agent

By:   
Name: David R. Swaine  
Title: President

**Shearer's Foods, Inc.  
(Ohio Corporation)**

**U.S. Trademarks**

**Registered Marks**

<b>Mark</b>	<b>Registration No.</b>	<b>Registration Date</b>
TIRITAS	2805553	1/13/04
DIPSTER	2720617	6/3/03
DESIGN	2666407	12/24/02
DESIGN	2666406	12/24/02
LUNCH BUNCH	2326737	3/7/00
SHEARER PERFECTION IN EVERY BAG	2202051	11/3/98
CLASSIC GOLD and Design	2026708	12/31/96
GRANDPA'S CHOICE and Design	1621442	11/6/90
MESQUITE GRANDPA'S CHOICE and Design	1620176	10/30/90

**Pending Applications**

<b>Mark</b>	<b>Application No.</b>	<b>Filing Date</b>
SHEARER'S and Design	78572203	2/22/05
NAPA VALLEY SNACKS A DELICIOUS BLEND OF AROMAS, TEXTURE, TASTE AND PERSONALITY and Design	78246325	5/6/03
NAPA VALLEY FOODS	78246317	5/6/03
NAPA VALLEY SNACKS	78246312	5/6/03
SHEARER'S and Design	76573119	1/30/04