

# TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Security interest - First Lien		
EFFECTIVE DATE:	05/26/2005		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Sturm Foods, Inc.		05/26/2005	CORPORATION: WISCONSIN
RECEIVING PARTY DATA			
Name:	Deutsche Bank Trust Company Americas		
Street Address:	60 Wall Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10005		
Entity Type:	Collateral Agent:		
PROPERTY NUMBERS Total: 15			
Property Type	Number	Word Mark	
Serial Number:	78620569	FULFILL	
Serial Number:	78449648	STURM'S VILLAGE FARM SINCE 1905	
Serial Number:	78569184	MOO MAGIC	
Serial Number:	78439907	ON THE RUN	
Serial Number:	76608274	RIVER MARKET	
Serial Number:	76578916	STURM'S VILLAGE FARM	
Serial Number:	76567635	COOKING WITH JACK STURM	
Serial Number:	76562032	RIVER MARKET	
Registration Number:	2600763	STURM FOODS	
Registration Number:	2662003	STURM FOODS	
Registration Number:	2071622	MARSHMALLOWS GALORE	
Registration Number:	1362297	VILLAGE FARM	
Registration Number:	1262561	STURM'S VILLAGE FARM	

CH \$390.00 78620569

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TRADEMARK  
 REEL: 003094 FRAME: 0310

Registration Number:	1046946	STURM'S VILLAGE FARM
Serial Number:	78535982	SLOSH

# CORRESPONDENCE DATA

Fax Number: (212)354-8113

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

Phone: 2128198928

Email: enunn@whitecase.com

Correspondent Name: White & Case LLP

Address Line 1: 1155 Avenue of the Americas

Address Line 2: Attn: Elizabeth A. Nunn

Address Line 4: New York, NEW YORK 10036-2787

NAME OF SUBMITTER:	Elizabeth A. Nunn
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Signature:	/Elizabeth A. Nunn/
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Date:	05/31/2005
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Total Attachments: 6

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

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, STURM FOODS, INC., a Wisconsin corporation (the "Grantor") with principal offices at 215 Center Street, Manawa, WI 54949-0287, hereby grants to DEUTSCHE BANK TRUST COMPANY AMERICAS, as Collateral Agent, with principal offices at 60 Wall Street, New York, New York 10005 (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under 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 First-Lien Security Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of May 26, 2005 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"). Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Grantee shall 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.

**[Remainder of this page intentionally left blank; signature page follows]**

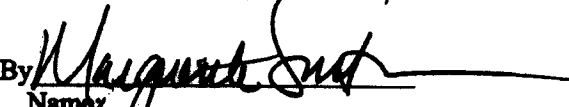
IN WITNESS WHEREOF, the undersigned have executed this Grant as of the  
20<sup>th</sup> day of May, 2005.

STURM FOODS, INC., as Grantor

By   
Name: Daniel J. Hopkin  
Title: Vice President

DEUTSCHE BANK TRUST COMPANY  
AMERICAS, as Collateral Agent and Grantee

By   
Name: Scottye Lindsey  
Title: Director

By   
Name: Marguerite Sutton  
Title: Director

Trademarks Grant

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

On this 26<sup>th</sup> day of May, 2005, before me personally came Daniel  
J. Hepkin who, being by me duly sworn, did state as follows: that he is  
Vice President of Sturm Foods, 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.

  
\_\_\_\_\_  
Notary Public

KATHLEEN MON  
Notary Public, State of New York  
No. 01MO6116060  
Qualified in New York County  
Commission Expires Sept. 20, 2008




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

On this 26<sup>th</sup> day of May, 2005, before me personally came Scottye Lindsey and Marguerite Sutton who, being by me duly sworn, did state as follows: that they are Director and Vice President of Deutsche Bank Trust Company Americas, that they are authorized to execute the foregoing Grant on behalf of said corporation and that they did so by authority of the Board of Directors of said corporation.

  
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Notary Public

KATHLEEN MON  
Notary Public, State of New York  
No. 01MO6116060  
Qualified in New York County  
Commission Expires Sept. 20, 2008

SCHEDULE A

Mark	(Application No.) /Registration No.	(Filing Date) Registration Date
<b>FULFILL</b>	(78/620,569)	05/01/05
<b>STURM'S VILLAGE FARM</b> SINCE 1905 and Design 	(78/449,648)	07/13/04
<b>MOO MAGIC</b>	78/569,184	02/17/05
<b>ON THE RUN</b>	(78/439,907)	06/23/04
<b>RIVER MARKET</b>	(76/608,274)	08/23/04
<b>STURM'S VILLAGE FARM</b> Stylized Letters 	(76/578,916)	03/03/04
<b>COOKING WITH JACK</b> <b>STURM</b>	(76/567,635)	12/29/03
<b>RIVER MARKET</b> Stylized Letters	(76/562,032)	11/26/03
<b>STURM FOODS</b> and Design 	2,600,763	07/30/02
<b>STURM FOODS</b>	2,662,003	12/17/02
<b>MARSHMALLOWS GALORE</b>	2,071,622	06/17/97
<b>VILLAGE FARM</b>	1,362,297	09/24/85
<b>STURM'S VILLAGE FARM</b>	1,262,561	12/27/83
<b>STURM'S VILLAGE FARM</b>	1,046,946	08/24/76
<b>SLOSH</b>	78/535,982	12/21/04