

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
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<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Liberty Brand Products Inc. a/k/a Les Produits de Marque Liberte Inc.		08/31/2004	CORPORATION: CANADA

**RECEIVING PARTY DATA**

<b>Name:</b>	The Bank of Nova Scotia
<b>Street Address:</b>	1002 Sherbrooke Street West
<b>Internal Address:</b>	Suite 250
<b>City:</b>	Montreal, Quebec
<b>State/Country:</b>	CANADA
<b>Postal Code:</b>	H3A 3L6
<b>Entity Type:</b>	COMPANY: QUEBEC

**PROPERTY NUMBERS Total: 2**

Property Type	Number	Word Mark
Registration Number:	1431360	LIBERTE MEDITERRANEE
Registration Number:	2852244	KEFIRVESCENCE

**CORRESPONDENCE DATA**

Fax Number: (202)672-5399  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 202-672-5300  
 Email: ptomailwashington@foley.com  
 Correspondent Name: Foley & Lardner LLP - Attn: Norm J. Rich  
 Address Line 1: 3000 K Street NW  
 Address Line 2: Suite 500  
 Address Line 4: Washington, DISTRICT OF COLUMBIA 20007

**DOMESTIC REPRESENTATIVE**

Name: Foley & Lardner LLP - Attn: Norm J. Rich

**CH \$65.00 1431360**

Address Line 1: 3000 K Street NW  
Address Line 2: Suite 500  
Address Line 4: Washington, DISTRICT OF COLUMBIA 20007

NAME OF SUBMITTER:	Norm J. Rich
Signature:	/Norm J. Rich/
Date:	06/02/2005

**Total Attachments: 5**  
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**CONFIRMATORY SECURITY AGREEMENT**

**WHEREAS** LIBERTY BRAND PRODUCTS INC. (a company resulting from the amalgamation of 9145-2482 Québec Inc., Les Aliments Liberté Inc. and Liberty Brand Products Inc.) (the "Grantor"), having its principal place of business at 1 Liberté Avenue, Candiac, Québec, J5R 3X8 (i) is the registered owner of the United States trademarks and trademark applications listed in Schedule "A" hereto and may, in the future, become the registered owner of additional United States trademarks and trademark applications (collectively, the "US Trademarks") and (ii) is the registered owner of the Canadian trademarks and trademark applications listed in Schedule "B" hereto and may, in the future, become the registered owner of additional Canadian trademarks and trademark applications (collectively, the "Canadian Trademarks") (the Canadian Trademarks collectively with the US Trademarks, the "Trademarks");

**WHEREAS** THE BANK OF NOVA SCOTIA (the "Creditor"), having a place of business at 1002 Sherbrooke Street West, Suite 250, Montréal, Québec, H3A 3L6 and the Grantor entered into a deed of hypothec as of August 30, 2004 (the "Hypothec"), pursuant to which the Grantor granted to the Creditor a hypothec in and to, among other things, the Trademarks;

**WHEREAS** the Grantor and the Creditor have perfected the Hypothec in the Trademarks in accordance with the laws of the Province of Québec, Canada;

**WHEREAS** the Grantor and the Creditor are desirous of recording the Creditor's Hypothec and the additional security created hereunder in the US Trademarks with the United States Patent and Trademark Office and the Canadian Trademarks with the Canadian Intellectual Property Office;

**NOW THEREFORE**, the Grantor and the Creditor hereby confirm that on August 30, 2004, the Grantor and the Creditor entered into the Hypothec, pursuant to which the Grantor granted to the Creditor a hypothec in and to, among other things, the Trademarks.

**AND**, for good and valuable consideration, receipt of which is hereby acknowledged, the Grantor does hereby further grant to Creditor a security interest in, and mortgage on, the Trademarks.

**AND** each party hereto does hereby further acknowledge and affirm that the rights and remedies of Creditor with respect to the security interest in and mortgage on the Trademarks made and granted hereby are more fully set forth in the Hypothec, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

**THE PARTIES FURTHER AGREE** that the Grantor shall record this Confirmatory Security Agreement with the United States Patent and Trademark Office and the Canadian Intellectual Property Office.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the parties hereto have caused these presents to be executed as a sealed instrument on the dates written below.

**LIBERTY BRAND PRODUCTS INC.**

Per: *V. Scott*  
Name: Valerie Scott  
Title: Ass't Secretary  
Date:

**Witness**

Per: *Katherine Girard*  
Name: Katherine Girard  
Title: Archiving Student  
Date:

August 31<sup>st</sup>, 2004

**THE BANK OF NOVA SCOTIA**

Per: *Claudia Tuckic*  
Name: CLAUDIA TUCKIC  
Title: RELATIONSHIP MANAGER  
Date: ~~1st~~

**Witness**

Per: *Helissa Dorcas*  
Name: HELISSA DORCAS  
Title: LAWYER  
Date:

August 31, 2004

SCHEDULE "A"

LIST OF US TRADEMARKS / TRADEMARK APPLICATIONS

TRADEMARKS	OWNER	GOODS AND SERVICES	REGISTRATION DATE	REGISTRATION NUMBER
YOQUARK	Liberty Brand Products Inc.	Dairy food products, namely, mix of yogurt, skim milk and cheese	2002-10-15	2633806 ×
BORA BORA	Liberty Brand Products Inc.	Drinkable yogurt	2000-02-15	2318124 ✓
KAPT'N KADO	Liberty Brand Products Inc.	Yogurt	1998-03-17	2143798 <
LIBERTE MEDITERRANEE	Liberty Brand Products Inc.	Yogurt	1987-03-03	1431360
KEFIRVESCENCE	Liberty Brand Products Inc.	Kefir	N/A	Pending - Serial No. 75297996

**SCHEDULE "B"**

**LIST OF CANADIAN TRADEMARKS / TRADEMARK APPLICATIONS**

<b>TRADEMARKS</b>	<b>OWNER</b>	<b>WARES</b>	<b>REGISTRATION DATE</b>	<b>REGISTRATION NUMBER</b>
KEFIRVESSENCE	Liberty Brand Products Inc.	Kefir	2001-08-09	TMA549638
BORA BORA	Liberty Brand Products Inc.	Drinkable yogurt	1999-05-31	TMA512468
KAPT'N KADO	Liberty Brand Products Inc.	Yogurt	1997-05-21	TMA476531
KAPITAINE KADO	Liberty Brand Products Inc.	Yogurt	1997-05-21	TMA476543
LIBERTÉ VÉGÉ GOURMET EXPRESS	Liberty Brand Products Inc.	Prepared vegetarian meals	1995-12-08	TMA451494
SOUCOUPE VOLANTE DESSIN	Liberty Brand Products Inc.	Yogurt	1995-06-30	TMA444729
KEFIR & DESIGN	Liberty Brand Products Inc.	Sour dairy products, namely kefir	1993-03-12	TMA409498
YOQUARK	Liberty Brand Products Inc.	Dairy products, mix of skim milk cheese and yogurt	1992-12-11	TMA406270
SIX GRAINS & DESIGN	Liberty Brand Products Inc.	Yogurt	1991-12-27	TMA392277
LIBERTÉ & DESIGN	Liberty Brand Products Inc.	Dairy products, namely cheeses of various types, cheese-based desserts, cheese-based toppings and filling for deserts, yogurt, butter	1990-02-16	TMA365357
LIBERTY & DESIGN	Liberty Brand Products Inc.	Dairy products, namely cheeses of various types, cheese-based desserts, cheese-based toppings and filling for deserts,	1988-10-14	TMA346156

TRADEMARKS	OWNER	WARES	REGISTRATION DATE	REGISTRATION NUMBER
		yogurt, butter		
LIBERTÉ design	Liberty Brand Products Inc.	(1) Cottage cheese, butter, cream cheese, sour cream, cheddar and farmer cheese yogurt  (2) Quark	1988-09-30	TMA345586
LIBERTY	Liberty Brand Products Inc.	(1) Cottage cheese, butter  (2) Cream cheese  (3) Sour cream  (4) Cheddar and farmer cheese; yogurt  (5) Quark	1988-09-30	TMA345585
SVELTE	Liberty Brand Products Inc.	Yogurt	1988-01-29	TMA336580
LIBERTE MEDITERRANEE design	Liberty Brand Products Inc.	Yogurt	1986-07-25	TMA316574
UN GOUT DE MONTREAL DEPUIS 1928	Liberty Brand Products Inc.	Dairy products, namely cheese of various types, cheese-based desserts, cheese-based toppings and fillings for desserts, yogurt, butter	1985-02-01	TMA299573
A TASTE OF MONTREAL SINCE 1928	Liberty Brand Products Inc.	Dairy products, namely cheese of various types, cheese-based desserts, cheese-based toppings and fillings for desserts, yogurt, butter	1985-02-01	TMA299572
MÉDITERRANÉE	Liberty Brand Products Inc.	Yogurt, both plain and flavoured	1984-07-13	TMA292984
QUARKFRUIT	Liberty Brand Products Inc.	Cheese-based dessert	1982-08-13	TMA271734