

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
J.P. MORGAN EUROPE LIMITED		04/27/2006	CORPORATION: UNITED KINGDOM
RECEIVING PARTY DATA			
Name:	NORTHERN GOLD FOODS LTD.		
Street Address:	1725 Coast Meridian Road		
City:	Port Coquitlam		
State/Country:	BRITISH COLUMBIA		
Postal Code:	V3C 3T7		
Entity Type:	CORPORATION: CANADA		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Serial Number:	73107649	NORTHERN GOLD	
Serial Number:	74297173	THE BREAKFAST COMPANY	
Serial Number:	74495657	SPENCER'S CRUNCHY OATS N HONEY CEREAL	
Serial Number:	74495670	SPENCER'S	
Serial Number:	78139277	NORTHERN GOLD BITES	
Serial Number:	78271480	FROSTED HONEY HIVES	
CORRESPONDENCE DATA			
Fax Number:	(212)425-5288		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(212) 425-7200		
Email:	tmdocketny@kenyon.com		
Correspondent Name:	Jonathan D. Reichman, Esq.		
Address Line 1:	One Broadway		
Address Line 2:	Kenyon & Kenyon LLP		
Address Line 4:	New York, NEW YORK 10004		

CH \$165.00 73107649

ATTORNEY DOCKET NUMBER:	12900/2
NAME OF SUBMITTER:	Jonathan D. Reichman, Esq.
Signature:	/Jonathan D. Reichman/
Date:	04/28/2006
Total Attachments: 4 source=Release of Security Interest#page1.tif source=Release of Security Interest#page2.tif source=Release of Security Interest#page3.tif source=Release of Security Interest#page4.tif	

RELEASE OF SECURITY INTEREST

This RELEASE OF SECURITY INTEREST is dated and effective as of the 27th day of April, 2006, and is made by J.P. Morgan Europe Limited, a United Kingdom corporation with a principal place of business at Trinity Tower, 9 Thomas Moore Street, London E1 9KT, United Kingdom ("Releasor"), as Security Agent for itself and for the other Secured Parties as more fully described hereinbelow, in favor of Northern Gold Foods Ltd., a Canadian corporation with a principal place of business at 1725 Coast Meridian Road, Port Coquitlam, BC V3C 3T7, Canada ("Releasee").

WITNESSETH:

WHEREAS, Releasor and Releasee are parties to that certain Security Agreement, dated as of December 22, 2005, between, on the one hand, The Weetabix Company, Inc., Barbara's Bakery, Inc., Weetabix Limited, Weetabix of Canada Limited and Releasee (collectively, the "Weetabix Parties"), and, on the other hand, Releasor (the "Security Agreement"), under which the Weetabix Parties granted to Releasor (with Releasor acting as Security Agent for itself and for the other Secured Parties described more fully in the Security Agreement) a lien on and security interest in and to the Collateral (as such term is defined in the Security Agreement) of the Weetabix Parties, including Releasee's trademarks as listed in Schedule A hereto, and certain related rights, interests and assets; and

WHEREAS, the Security Agreement was recorded on March 15, 2006 at Reel No. 3269, Frame No. 0001 (Trademarks), of the records of the Assignment Division of the United States Patent and Trademark Office; and

WHEREAS, for good and valuable consideration, Releasor has agreed to release the aforementioned security interest with respect to the Collateral of Releasee,

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged:


Releasor, acting as Security Agent for itself and for the other Secured Parties described more fully in the Security Agreement, hereby releases and forever discharges its lien on and security interest in and to the Collateral of Releasee under the Security Agreement, including the trademark registrations and application set forth in Schedule A attached hereto

Releasor, acting as Security Agent for itself and for the other Secured Parties described more fully in the Security Agreement, hereby agrees that it will promptly upon request of Releasee execute and deliver to Releasee, at the expense of Releasee, releases and discharges in registrable form of all liens and security interests granted by Releasee in favor of the Security Agent under the Security Agreement, including, for greater certainty, a release under the Uniform Commercial Code.

Except as specifically set forth herein, the Security Agreement remains in full force and effect in all respects, including without limitation with regard to all rights of Releasor and all obligations of all Debtors (as such term is defined in the Security Agreement) other than Releasee.

IN WITNESS WHEREOF, this Release of Security Interest is effective the date
and year above first written.

J.P. MORGAN EUROPE LIMITED

By: 
Name: **Paul Harris**
Title: **Vice President**

SCHEDULE A

TRADEMARK	REG./APP. NO.	REG/APP. DATE
NORTHERN GOLD	1,092,428	May 30, 1978
NORTHERN GOLD BITS	78/139,277	June 27, 2002
SPENCER'S CRUNCHY OATS N HONEY CEREAL	2,044,066	March 11, 1997
THE BREAKFAST COMPANY	1,838,502	May 31, 1994
FROSTED HONEY HIVES	2,986,253	August 16, 2005
SPENCER'S	2,046,252	March 18, 1997