

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Desert Glory, Ltd.		04/13/2006	LIMITED PARTNERSHIP: TEXAS

RECEIVING PARTY DATA

Name:	Harris N.A., as Collateral Agent
Street Address:	111 West Monroe Street
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60603
Entity Type:	National Banking Association: UNITED STATES

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Registration Number:	2159017	DESERT GLORY
Registration Number:	2159018	
Registration Number:	2412741	NATURE SWEET
Registration Number:	1784954	DESERT GLORY
Registration Number:	2300110	NATURE SWEET
Registration Number:	2430779	
Registration Number:	2833575	GARDEN RIPE NATURALLY RIPENED TOMATOES
Registration Number:	2801544	GARDEN RIPE
Registration Number:	2711962	TASTES HOMEGROWN BECAUSE THEY RIPEN ON THE VINE
Registration Number:	3054498	
Serial Number:	78401942	DESERT GLORY NATURE SWEET VINE RIPENED TOMATOES
Serial Number:	78401950	

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Serial Number:	78644177	CHERUBS
Serial Number:	78701540	
Serial Number:	78712089	

CORRESPONDENCE DATA

Fax Number: (312)803-5299
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (312) 845-3430
Email: kalwa@chapman.com
Correspondent Name: Richard Kalwa
Address Line 1: 111 West Monroe Street
Address Line 2: Chapman and Cutler LLP
Address Line 4: Chicago, ILLINOIS 60603

ATTORNEY DOCKET NUMBER:	1629153
NAME OF SUBMITTER:	Richard Kalwa
Signature:	/richard kalwa/
Date:	07/18/2006

Total Attachments: 4
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ASSIGNMENT OF SECURITY INTEREST IN TRADEMARKS

Pursuant to and subject to the terms of that certain Security Agreement (the "**Security Agreement**"), dated as of April 13, 2006, Desert Glory, Ltd., a Texas limited partnership, as assignor (the "**Assignor**"), whose address is 15315 Capital Port, San Antonio, Texas 78249, hereby grants and assigns to Harris N.A., as Collateral Agent, whose address is 111 West Monroe Street, Chicago, Illinois 60603, Attention: Food Group, as assignee, a continuing security interest in and a continuing lien upon, all trademarks and service marks, registrations and applications for registration now owned or hereafter acquired by Assignor, together with the goodwill associated therewith (the "**Goodwill**"), including without limitation the below listed registrations and applications for registration:

Registrations

Mark	Reg. No.	Reg. Date
DESERT GLORY AND DESIGN	2,159,017	19-May-1998
MISCELLANEOUS DESIGN	2,159,018	19-May-1998
NATURE SWEET	2,412,741	12-Dec-2000
DESERT GLORY	1,784,954	27-Jul-1993
NATURE SWEET AND DESIGN	2,300,110	14-Dec-1999
MISCELLANEOUS DESIGN	2,430,779	27-Feb-2001
GARDEN RIPE NATURALLY RIPENED TOMATOES AND DESIGN	2,833,575	20-Apr-2004
GARDEN RIPE	2,801,544	30-Dec-2003
TASTES HOMEGROWN BECAUSE THEY RIPEN ON THE VINE	2,711,962	29-Apr-2003
MISCELLANEOUS DESIGN	3,054,498	31-Jan-2006

Applications

Mark	Appl. No.	Appl. Date
DESERT GLORY NATURE SWEET VINE RIPENED TOMATOES AND DESIGN	78/401,942	14-Apr-2004
MISCELLANEOUS DESIGN	78/401,950	14-Apr-2004
CHERUBS	78/644,177	06-Jun-2005
MISCELLANEOUS DESIGN	78/701,540	26-Aug-2005
MISCELLANEOUS DESIGN	78/712,089	13-Sep-2005


The Collateral Agent's security interest in the trademarks, service marks, registrations, applications for registration and Goodwill can be terminated only in accordance with the terms of the Security Agreement.

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IN WITNESS WHEREOF, this Assignment of Security Interest in Trademarks has been executed as of April 13, 2006.

DESERT GLORY, LTD.

By: Desert Glory Management, Inc., its sole general partner

By: 
Name: Itzhak Reichman, President &
Title: Chief Executive Officer

ACKNOWLEDGMENT:

STATE OF TEXAS
COUNTY OF Bexar

On this 12th day of April, 2006 before me, a Notary Public for the State and County aforesaid, came Itzhak Reichman, to me known and known to be the Pres. & CEO of Desert Glory Management, Inc., the sole general partner of Desert Glory, Ltd., a Texas limited partnership, and he or she acknowledged to me that he or she executed the foregoing Assignment on behalf of Desert Glory, Ltd., pursuant to authority duly vested in him or her by said Desert Glory Management, Inc.



Notary Public

