

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
Spartan Foods of America, Inc.		12/16/2007	CORPORATION: SOUTH CAROLINA
RECEIVING PARTY DATA			
Name:	Harbinger Mezzanine Partners, L.P.		
Street Address:	618 Church Street, Suite 500		
City:	Nashville		
State/Country:	TENNESSEE		
Postal Code:	37219		
Entity Type:	LIMITED PARTNERSHIP: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	77182109	PIZZA-DILLAS	
CORRESPONDENCE DATA			
Fax Number:	(423)785-8480		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	4237858295		
Email:	pliner@millermartin.com		
Correspondent Name:	Patricia P. Liner		
Address Line 1:	Suite 1000 Volunteer Building		
Address Line 2:	832 Georgia Avenue		
Address Line 4:	Chattanooga, TENNESSEE 37402-2289		
ATTORNEY DOCKET NUMBER:	14619-0019		
NAME OF SUBMITTER:	Patricia P. Liner		
Signature:	/Patricia P. Liner/		

CH \$40.00 77182109

Date:

01/02/2008

Total Attachments: 2

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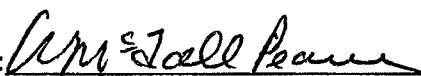
MEMORANDUM OF SECURITY AGREEMENT

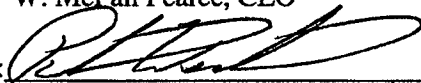
(TRADEMARKS)

Pursuant to an Intellectual Property Security Agreement dated March 31, 2005, as amended (the "Security Agreement"), Spartan Foods of America, Inc., a South Carolina corporation (the "Pledger"), has granted to Harbinger Mezzanine Partners, L.P., a Delaware limited partnership, as agent (the "Secured Party"), a continuing security interest in, and a continuing lien upon, the Collateral (as that term is defined in the Security Agreement), including the trademarks listed on the annexed Schedule 1, and all applications, registrations, renewals and proceeds (including accounts receivable and royalties) thereof (the "Trademarks"), together with the goodwill of the business connected with the use of and symbolized by the Trademarks. The Secured Party's security interest in the Trademarks can be terminated only in accordance with the terms of the Security Agreement.

Dated: December 16, 2007

SPARTAN FOODS OF AMERICA, INC., a
South Carolina corporation

By: 
W. McFall Pearce, CEO

By: 
R. Patrick Weston, Secretary

Schedule 1

<u>Trademark</u>	<u>Owner</u>	<u>Status</u>	<u>Serial No.</u>
Pizza-Dillas	Spartan Foods of America, Inc.	Application	77/182,109