

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Snack Alliance, Inc.		02/29/2008	CORPORATION: OREGON
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Nalley's Canada Limited		
<b>Street Address:</b>	#1900, 1030 West Georgia Street		
<b>City:</b>	Vancouver, British Columbia		
<b>State/Country:</b>	CANADA		
<b>Postal Code:</b>	V6E 2Y3		
<b>Entity Type:</b>	British Columbia corporation:		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3299728	RICEWORKS	
<b>Serial Number:</b>	77144234	RICEWORKS	
<b>Serial Number:</b>	77256084	MULTIWORKS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(907)257-5399		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	(907) 257-5344		
<b>Email:</b>	janeeckels@dwt.com		
<b>Correspondent Name:</b>	Jane Eckels		
<b>Address Line 1:</b>	Davis Wright Tremaine LLP		
<b>Address Line 2:</b>	701 W. Eighth Avenue, Suite 800		
<b>Address Line 4:</b>	Anchorage, ALASKA 99501		
<b>ATTORNEY DOCKET NUMBER:</b>	43256-20		

**CH \$90.00 3299728**

DOMESTIC REPRESENTATIVE

Name: Jane Eckels  
Address Line 1: Davis Wright Tremaine LLP  
Address Line 2: 701 W. Eighth Avenue, Suite 800  
Address Line 4: Anchorage, ALASKA 99501

NAME OF SUBMITTER:	Kristine Fyfe, Davis Wright Tremaine LLP
Signature:	/Kristine Fyfe/
Date:	03/27/2008

Total Attachments: 2  
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**TRADEMARK SECURITY AGREEMENT**

This Trademark Security Agreement is entered into as of February 29, 2008, by and between NALLEY'S CANADA LIMITED, a British Columbia corporation having a place of business at #1900, 1030 West Georgia St., Vancouver, British Columbia, Canada V6E 2Y3 (the "Lender") and SNACK ALLIANCE, INC., an Oregon corporation having a place of business at #1900, 1030 West Georgia St., Vancouver, British Columbia, Canada V6E 2Y3 (the "Borrower"),

WHEREAS, the Borrower is the registered owner of the trademarks, trademark registrations and applications listed on Schedule A attached hereto; and

WHEREAS, the Borrower has entered into a Revolving Loan Agreement dated as of February 29, 2008, in which the Borrower has agreed with the Lender to execute this Trademark Security Agreement.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Lender and Borrower hereby confirm that pursuant to the Revolving Loan Agreement the Borrower has granted to the Lender, in accordance with the terms of the Revolving Loan Agreement, a security interest in the Borrower's entire right, title and interest in and to the trademarks, trademark registrations and applications listed on the attached Schedule A, together with the goodwill of the business symbolized by such marks, to secure the payment, observance and performance of the secured obligations as set forth in the Revolving Loan Agreement.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed as of the date first above written.

**BORROWER:**

SNACK ALLIANCE, INC.

By: [Signature]  
Name: Robert D. Armstrong  
Title: Vice-President, Finance & CFO

**LENDER:**

NALLEY'S CANADA LIMITED

By: [Signature]  
Name: John P. Frostad  
Title: President & CEO

**SCHEDULE "A"**

<b>TRADEMARK</b>	<b>COUNTRY</b>	<b>APP. NO. OR REG. NO.</b>	<b>FILING DATE OR EFFECTIVE DATE OF REGISTRATION</b>	<b>STATUS</b>
<b>RICEWORKS</b>	Mexico	899880	December 4, 2007	Pending
<b>RICE WORKS</b>	European Community	5412812	October 24, 2006	Registered
<b>RICEWORKS</b>	European Community	5948922	May 29, 2007	Pending
<b>RICEWORKS</b>	Canada	343284	April 13, 2007	Pending
<b>RICE WORKS</b>	United States	3,299,728	September 25, 2007	Registered
<b>RICEWORKS</b>	United States	77/144234	March 29, 2007	Pending
<b>MULTIWORKS</b>	Mexico	890311	October 19, 2007	Pending
<b>MULTIWORKS</b>	United States	77/256084	August 15, 2007	Pending
<b>MULTIWORKS</b>	European Community	6388491	October 24, 2007	Pending