# TRADEMARK ASSIGNMENT

Electronic Version v1.1
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| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | SECURITY INTEREST |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---|---|---|---|
| Snack Alliance, Inc. | | 02/29/2008 | CORPORATION: OREGON |

RECEIVING PARTY DATA

| | |
|---|---|
| Name: | Nalley's Canada Limited |
| Street Address: | #1900, 1030 West Georgia Street |
| City: | Vancouver, British Columbia |
| State/Country: | CANADA |
| Postal Code: | V6E 2Y3 |
| Entity Type: | British Columbia corporation: |

PROPERTY NUMBERS Total: 3

| Property Type | Number | Word Mark |
|---|---|---|
| Registration Number: | 3299728 | RICEWORKS |
| Serial Number: | 77144234 | RICEWORKS |
| Serial Number: | 77256084 | MULTIWORKS |

CH $90.00 3299728

CORRESPONDENCE DATA

Fax Number: (907)257-5399
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*
Phone: (907) 257-5344
Email: janeeckels@dwt.com
Correspondent 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

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|---|---|
| ATTORNEY DOCKET NUMBER: | 43256-20 |

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 |

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|---|---|
| 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: _____

Name: Robert D. Armstrong

Title: Vice-President, Finance & CFO

**LENDER:**

NALLEY'S CANADA LIMITED

By: _____

Name: John P. Frostad

Title: President & CEO

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## SCHEDULE "A"

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

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