

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	SECURITY INTEREST
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CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Kenosha Beef International, Ltd.		10/31/2008	COMPANY: WISCONSIN

RECEIVING PARTY DATA

Name:	M&I Marshall & Ilsley Bank
Street Address:	770 North Water Street
City:	Milwaukee
State/Country:	WISCONSIN
Postal Code:	53201-2035
Entity Type:	State Bank: WISCONSIN

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	3437064	APPLE NIBBLERS
Registration Number:	2492212	BIRCHWOOD FOODS
Registration Number:	3520207	CHEF'S GRILL
Registration Number:	3072268	COMBO GRILL PACK
Registration Number:	3261212	CULINARY CAFE CHEF SOLUTIONS THAT WORK
Registration Number:	3261211	CULINARY CAFE
Registration Number:	2870804	RICHLAND HILLS
Registration Number:	2844227	
Registration Number:	3143059	TASTE THE SIZZLE
Registration Number:	2882707	TENDERRRRIFIC

CORRESPONDENCE DATA

Fax Number: (414)298-8097
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 414-298-1000

CH \$265.00 3437064

Email: klee@reinhartlaw.com
Correspondent Name: Kent A. Lee
Address Line 1: 1000 North Water Street
Address Line 2: Suite 2100
Address Line 4: Milwaukee, WISCONSIN 53202

ATTORNEY DOCKET NUMBER:	10663
NAME OF SUBMITTER:	Kent A. Lee
Signature:	/Kent A. Lee/
Date:	11/05/2008

Total Attachments: 5

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NOTICE OF SECURITY INTEREST IN TRADEMARKS

THIS NOTICE OF SECURITY INTEREST IN TRADEMARKS is made the 31th day of October, 2008 by and between M&I MARSHALL & ILSLEY BANK, a Wisconsin state bank (the "Bank"), and KENOSHA BEEF INTERNATIONAL, LTD., a Wisconsin corporation (the "Company").

The Company and the Bank acknowledge the following:

A. Pursuant to an Amended and Restated Credit Agreement dated as of the date hereof (as amended, restated or otherwise modified from time to time, the "Credit Agreement"; capitalized terms not otherwise defined herein have the meaning assigned to such terms in the Credit Agreement) by and between the Bank and the Company, the Bank has agreed to make loans and provide financial accommodations to the Company on the terms and conditions set forth therein.

B. To secure the Secured Obligations (as defined in the Security Agreement defined below), the Company has granted to the Bank a security interest in substantially all of its assets pursuant to the terms and conditions of a Security Agreement dated as of the date hereof (as amended, restated or otherwise modified from time to time, the "Security Agreement") from the Company to and for the benefit of the Bank.

C. The Company owns the trademarks listed on Exhibit A attached hereto (the "Trademarks"), which Trademarks have been granted by, or applications therefor are pending before, the United States Patent and Trademark Office.

D. The Company has granted to the Bank a security interest in the Trademarks on the terms and conditions set forth in the Security Agreement.

E. Pursuant to the Security Agreement, the Company has granted to the Bank, a security interest in and to the Trademarks and application therefor, now owned or from time to time after the date hereof owned or acquired by the Company, and in and to all proceeds and benefits thereof.

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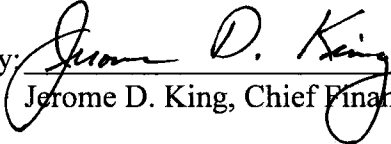
IN WITNESS WHEREOF, the parties have executed this Notice of Security Interest in Trademarks as of the date first written above.

COMPANY:

Address:

P.O. Box 639
Kenosha, Wisconsin 53141

KENOSHA BEEF INTERNATIONAL, LTD.

By: 
Jerome D. King, Chief Financial Officer

BANK:

Address:

770 North Water Street
P.O. Box 2035
Milwaukee, Wisconsin 53201-2035

M&I MARSHALL & ILSLEY BANK

By: 
James R. Miller, Senior Vice President

By: 
Neil W. Riegelman, Commercial
Banking Office

EXHIBIT A
U.S. Trademarks

See attached.

Kenosha Beef International, LTD.
Active Trademarks

Trademark	Serial No.	Registration Number	Registration Date
Apple Nibblers	77/080781	3,437,064	05/27/08
Birchwood Foods & Design	76/012,851	2,492,212	09/25/01
Chef's Grill & Design	77/431,042	3,520,207	10/21/08
Combo Grill Pack 7991.041.1	78/434461	3,072,268	3/21/06
Culinary Café Chef Solutions That Work 799.041J3 (Class 35) (Child file of 78/503404 Class 29)	78/978569	3,261,212	07/10/07
Culinary Café (Standard Characters) 7991.041J4 (Class 35) (Child file of 78/503402)	78/978552	3,261,211	07/10/07
Richland Hills and Design (Fresh sliced apples & fresh cut product) 7991.041.G.3	76/314619	2,870,804	08/10/04
Richland Hills and Design – logo (apple jams, jellies and syrups) 7991.041.G.2	76/314618	2,844,227	05/25/04

TRADEMARK

REEL: 003883 FRAME: 0338

Trademark	Serial No.	Registration Number	Registration Date
Taste the Sizzle 7991.041.C.1	78/421,825	3,143,059	9/12/06
Tenderrific 7991.041.E	76/510953	2,882,707	09/07/04
The Proud Butcher (WI Registration)			Renewed 09/11/02
The Proud Butcher & Design (WI Registration)			Renewed 09/11/02

TRADEMARK