

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
Baptista's Bakery, Inc.		11/30/2011	CORPORATION: WISCONSIN
RECEIVING PARTY DATA			
Name:	The Privatebank and Trust Company		
Street Address:	120 South LaSalle Street		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60603		
Entity Type:	Illinois State Bank: ILLINOIS		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2489365	BAPTISTA'S	
Registration Number:	2978240	TWISTIX	
Serial Number:	85422497	DIP DIVERS	
CORRESPONDENCE DATA			
Fax Number:	(414)298-8097		
Phone:	4142981000		
Email:	ipadmin@reinhardtllaw.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Correspondent Name:	Reinhart Boerner Van Deuren sc/N. Wilson		
Address Line 1:	1000 North Water Street		
Address Line 2:	Suite 1700		
Address Line 4:	Milwaukee, WISCONSIN 53202		
NAME OF SUBMITTER:	Nicole A. Wilson		
Signature:	/Nicole A. Wilson/		

CH \$90.00 2489365

Date:

12/19/2011

Total Attachments: 4

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NOTICE OF SECURITY INTEREST IN TRADEMARKS

THIS NOTICE OF SECURITY INTEREST IN TRADEMARKS is made the 30th day of November, 2011 by and between THE PRIVATEBANK AND TRUST COMPANY, as administrative agent for itself, all Lenders party to the Credit Agreement (as defined below) and certain Affiliates of the Lenders (in such capacity, "Agent"), and BAPTISTA'S BAKERY, INC., a Wisconsin corporation ("Baptista").

Baptista and Agent acknowledge the following:

A. Pursuant to a Credit Agreement dated as of November 30, 2011 (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 among Baptista, 5C Investments LLC, a Wisconsin limited liability company ("5C"), the other Loan Parties party thereto, the lenders from time to time party thereto (the "Lenders"), and The PrivateBank and Trust Company, as Administrative Agent for the Lenders, the Lenders have agreed to make loans and provide financial accommodations to Baptista and 5C on the terms and conditions set forth therein.

B. To secure the Secured Obligations (as defined in the Guaranty and Collateral Agreement referred to below), Baptista has granted to Agent for the benefit of itself, the Lenders and certain Affiliates of Lender, a security interest in substantially all of its assets pursuant to the terms and conditions of a Guaranty and Collateral Agreement dated as of November 30, 2011 (as amended, restated or otherwise modified from time to time, the "Guaranty and Collateral Agreement") by and among Baptista, the other Grantors party thereto and Agent.

C. Baptista 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. Baptista has granted to Agent for the benefit of itself, the Lenders and certain Affiliates of Lender, a security interest in the Trademarks on the terms and conditions set forth in the Guaranty and Collateral Agreement.

E. Pursuant to the Guaranty and Collateral Agreement, Baptista has granted to Agent for the benefit of itself, the Lenders and certain Affiliates of Lender, 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 Baptista, and in and to all proceeds and benefits thereof.

F. This Notice does not amend, expand, modify or otherwise alter the rights, responsibilities and obligations of the parties as detailed in the Guarantee and Collateral Agreement.

[remainder of page intentionally left blank; signature page follows]

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

Address:

4625 South Oakwood Park Drive
Franklin, WI 53132
Attention: Nannette M. Gardetto

BAPTISTA'S BAKERY, INC.

By: Nannette M. Gardetto
Name: Nannette M. Gardetto
Title: Chief Executive Officer and Secretary

Address:

120 South LaSalle Street
Chicago, IL 60603
Attention: Brad Nelson
Associate Managing Director

THE PRIVATEBANK AND TRUST COMPANY

By: _____
Name: Jeffrey J. Janza
Title: Managing Director

Signature Page to Notice of Security Interest in Trademarks

TRADEMARK
REEL: 004682 FRAME: 0609

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

BAPTISTA'S BAKERY, INC.

Address:

4625 South Oakwood Park Drive
Franklin, WI 53132
Attention: Nannette M. Gardetto

By: _____
Name: Nannette M. Gardetto
Title: Chief Executive Officer and Secretary

THE PRIVATEBANK AND TRUST COMPANY

Address:

120 South LaSalle Street
Chicago, IL 60603
Attention: Brad Nelson
Associate Managing Director

By: _____
Name: Jeffrey J. Janza
Title: Managing Director

EXHIBIT A
U.S. TRADEMARKS

Mark	Filing Date	Serial Number	Goods
BAPTISTA'S	September 11, 2001	2,489,365	Bread sticks, bread-shaped snacks and biscotti-type bread snacks, and cookies
TWISTX	June 21, 2002	2,978,240	Snacks, namely breadsticks and bread-based snacks and crackers
DIP DIVERS	September 14, 2011	85/422497	Corn based snack foods