

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet 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 |
|---------------------|----------|----------------|-----------------------|
| Grain Millers, Inc. | | 05/23/2012 | CORPORATION: DELAWARE |

RECEIVING PARTY DATA

| | |
|-------------------|---|
| Name: | Wells Fargo Bank, National Association |
| Street Address: | 1525 West W.T. Harris Blvd. |
| Internal Address: | MAC D1109-019 |
| City: | Charlotte |
| State/Country: | NORTH CAROLINA |
| Postal Code: | 28262 |
| Entity Type: | national banking association: UNITED STATES |

PROPERTY NUMBERS Total: 7

| Property Type | Number | Word Mark |
|----------------------|----------|---------------|
| Registration Number: | 1921103 | GRAIN MILLERS |
| Registration Number: | 1810162 | CERESWEET |
| Registration Number: | 3922571 | CERESWEET |
| Registration Number: | 3032070 | GRAIN MILLERS |
| Serial Number: | 77591390 | GRAIN PHARMA |
| Registration Number: | 1629329 | |
| Registration Number: | 1783582 | |

CORRESPONDENCE DATA

Fax Number: 6126428317
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 612-672-8317
 Email: debra.dix@maslon.com
 Correspondent Name: Leah Fleck

OP \$190.00 1921103

Address Line 1: 90 South 7th Street, Suite 3300
Address Line 2: Maslon Law Firm
Address Line 4: Minneapolis, MINNESOTA 55402

| | |
|-------------------------|--------------|
| ATTORNEY DOCKET NUMBER: | 2002771 |
| NAME OF SUBMITTER: | Leah Fleck |
| Signature: | /Leah Fleck/ |
| Date: | 05/24/2012 |

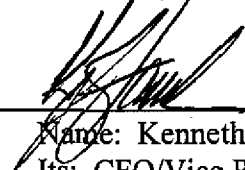
Total Attachments: 2
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NOTICE OF SECURITY INTEREST IN U.S. TRADEMARKS

Notice is hereby given that **GRAIN MILLERS, INC.**, a Delaware corporation (“**Debtor**”), with its principal place of business at 10400 Viking Drive, Suite 301, Eden Prairie, Minnesota 55344, United States, has granted a security interest to Wells Fargo Bank, National Association, a national banking association, in its capacity as administrative agent (the “**Administrative Agent**”) for itself and for the Secured Parties referred to in the Security Agreement identified below, at its respective business office of MAC D1109-019, 1525 West W.T. Harris Blvd., Charlotte, NC 28262, United States, in and to all of the Trademarks listed on *Annex 1* and the applications and registrations associated therewith, pursuant to that certain Amended and Restated Pledge and Security Agreement by and among Debtor, the other grantors party thereto and the Administrative Agent and dated May 23, 2012 (the “**Security Agreement**”).

Dated May 23, 2012

GRAIN MILLERS, INC.

By: 
Name: Kenneth J. Stanecki
Its: CFO/Vice President – Finance

STATE OF MINNESOTA)
) SS.
COUNTY OF HENNEPIN)

On this 23rd day of May, 2012, before me personally came Kenneth J. Stanecki, who being duly sworn did depose and say that he is an officer of Grain Millers, Inc., the corporation described herein and which executed the foregoing instrument.

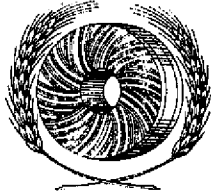
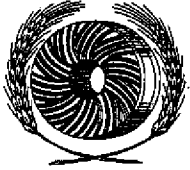



NOTARY PUBLIC

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ANNEX 1

UNITED STATES TRADEMARKS

| Trademark | Goods | App. No./ Filing Date | Reg. No./ Reg. Date |
|--|--|--------------------------|-------------------------|
| GRAIN MILLERS | <u>Class: 30:</u> Oat, barley, wheat or rye in flakes, bits, flour or bran form comprising an instant, toasted, roasted, coated or encapsulated food product; mixes, pre-mixes, and bakery mixes comprised of oat, barley, rice, wheat or rye; breakfast and processed cereals | 74/802,165 12/2/1992 | 1,921,103 9/19/1995 |
| CERESWEET | <u>Class: 30:</u> Breakfast cereal, processed cereal | 74/268,004 4/21/1992 | 1,810,162 12/7/1993 |
| CERESWEET | <u>Class: 30:</u> Natural sweeteners; processed cereals | 85/058,174 6/9/2010 | 3,922,571 2/22/2011 |
| GRAIN MILLERS | <u>Class: 30:</u> Oat fiber and oat hydrocolloid for use as food | 78/506,991 10/27/2004 | 3,032,070 12/20/2005 |
| GRAIN PHARMA | <u>Class: 30:</u> Processed grain | 77/591,390 10/13/2008 | N/A N/A |
| MISCELLANEOUS DESIGN  | <u>Class: 30:</u> Processed oats and bran | 74/001,417 11/16/1989 | 1,629,329 12/25/1990 |
| MISCELLANEOUS DESIGN  | <u>Class: 30:</u> Oat, barley, wheat or rye in flakes, bits, flour or bran form comprising an instant, toasted, roasted, coated or encapsulated food product; mixes, pre-mixes, and bakery mixes comprised of oat, barley, rice, wheat or rye; breakfast and processed cereals | 74/801,176 3/6/1991 | 1,783,582 7/20/1993 |

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