

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
Dianne's Fine Desserts, Inc.		05/11/2012	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	The Huntington National Bank
Street Address:	125 South Wacker Drive
Internal Address:	Suite 2840
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60606
Entity Type:	a National Banking Association: ILLINOIS

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Registration Number:	2103238	ALDEN MERRELL
Registration Number:	2103222	ALDEN MERRELL
Registration Number:	3384555	ALDEN MERRELL
Registration Number:	3412354	BLACK TIE
Registration Number:	3398961	CREATE AN OCCASION
Registration Number:	3172035	DESSERT INSPIRATIONS THE ULTIMATE DESSERT EXPERIENCE
Registration Number:	3500755	DIANNE'S
Registration Number:	3610050	DIANNE'S
Registration Number:	2289631	DIANNE'S GOURMET DESSERTS
Registration Number:	3500756	DIANNE'S GOURMET DESSERTS
Registration Number:	3613581	DIANNE'S
Registration Number:	3606457	MENU INSPIRATIONS
Registration Number:	3606460	MENU INSPIRATIONS

CH \$390.00 2103238

Registration Number:	3566190	SKOOOPZ
Registration Number:	3472816	TRUFFLETES

CORRESPONDENCE DATA

Fax Number: 4123942555
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 412-394-7767
Email: traip@thorpreed.com
Correspondent Name: Paul D. Bangor, Jr.
Address Line 1: 301 Grant Street, 14th Floor
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ATTORNEY DOCKET NUMBER:	012010.107378
NAME OF SUBMITTER:	Paul D. Bangor, Jr.
Signature:	/Paul D. Bangor, Jr./
Date:	05/25/2012

Total Attachments: 4
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NOTICE OF SECURITY INTEREST IN U.S. TRADEMARKS

This Notice of Security Interest in U.S. Trademarks (this "Notice of Security Interest"), dated May 11, 2012, is made by Dianne's Fine Desserts, Inc., a Delaware corporation (the "Grantor"), in favor of The Huntington National Bank (the "Lender").

WHEREAS, the Grantor has adopted, used and is using the United States trademarks listed on the annexed Schedule A, which trademarks are registered in or subject to trademark applications filed in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, pursuant to that certain Credit and Security Agreement, dated of even date herewith, by and among the Grantor, each other Person (as defined in the Credit Agreement) that joins thereunder as a Borrower (Grantor and such Persons are each, a "Borrower" and collectively, the "Borrowers"), DFD Intermediate Holdco, Inc., a Delaware corporation, each other Person that joins thereunder as a Guarantor, and the Lender (as the same may be amended, restated, modified or supplemented from time to time, the "Credit Agreement"), the Borrowers are obligated to the Lender and the Grantor and various other Persons have entered into that certain Patent, License, Trademark and Copyright Security Agreement, dated of even date herewith (the "Trademark Grant") in favor of the Lender; and

WHEREAS, pursuant to the Trademark Grant, the Grantor has mortgaged, pledged, granted and conveyed to the Lender, a first-priority security interest in and to and Lien on all of the Grantor's right, title and interest in and to the Trademarks, together with the goodwill associated therewith, and all proceeds thereof, including, without limitation, any royalties, claims for infringement and proceeds of sale or other disposition thereof (the "Trademark Collateral") to secure the payment and performance of the Obligations (as defined in the Credit Agreement).

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, the Grantor does hereby confirm its grant to the Lender of a pledge of, security interest in, and Lien on, the Trademark Collateral to secure prompt payment and performance of the Obligations.

The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Lender with respect to the pledge of, security interest in, and Lien on, the Trademark Collateral made and granted hereby are more fully set forth in the Trademark Grant, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth in this Notice of Security Interest.

The Lender's address is The Huntington National Bank, 125 South Wacker Drive, Suite 2840, Chicago, Illinois 60606.

IN WITNESS WHEREOF, and intending to be legally bound, the Grantor has executed this Notice of Security Interest as of the day and year first above written.

WITNESS:




Dianne's Fine Desserts, Inc.,
a Delaware corporation


Amy Kwiatkowski

By: Andrew J. Wiegand
Name: Andrew J. Wiegand
Title: Vice President, Treasurer and Secretary

Schedule A

Trademark Registrations and Applications

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
ALDEN MERRELL	2103238	7-Oct-97
ALDEN MERRELL	2103222	7-Oct-97
ALDEN MERRELL	3384555	19-Feb-08
	3412354	15-Apr-08
CREATE AN OCCASION	3398961	18-Mar-08
	3172035	14-Nov-06
DIANNE'S	3500755	16-Sep-08
DIANNE'S	3610050	21-Apr-09
	2289631	26-Oct-99
	3500756	16-Sep-08
	3613581	28-Apr-09

MENU INSPIRATIONS	3606457	14-Apr-09
	3606460	14-Apr-09
SKOOOPZ	3566190 (supplemental registration)	20-Jan-09
TRUFFLETTES	3472816	22-Jul-08