

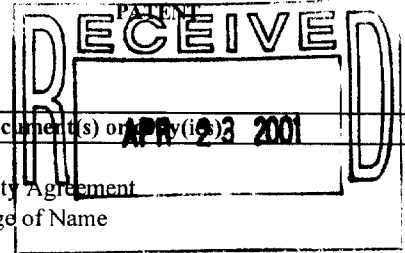
05-03-2001



101700505

RECORDATION FORM COVER SHEET
PATENTS ONLY

U.S. Department of Commerce
Patent and Trademark Office



TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) on **APR 23 2001**

4.23.01

Submission Type

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Conveyance Type

Assignment
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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

Correspondent Name and Address

Area Code and Telephone Number **(919) 286-8000**

Name **Steven D. Thomas**

Address (line 1) **Moore & Van Allen, PLLC**

Address (line 2) **2200 West Main Street**

Address (line 3) **Suite 800**

Address (line 4) **Durham, North Carolina 27705**

Pages Enter the total number of pages of the attached conveyance document including any attachments.

4

Application Number(s) or Patent Number(s) Mark if additional numbers attached
Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property).

Patent Application Number(s)

Patent Number(s)

			4,739,140	5,227,189	5,562,024
			5,073,399	5,401,525	5,571,550
			5,167,976	5,465,655	5,630,360

If this document is being filed together with a new Patent Application, enter the date the patent application was signed by the first named executing inventor.

Month Day Year

Patent Cooperation Treaty (PCT)

Enter PCT application number only if a U.S. Application Number has not been assigned.

PCT		PCT		PCT	
PCT		PCT		PCT	

Number of Properties Enter the total number of properties involved.

15

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41):

\$ **600.00**

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Deposit Account
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Authorization to charge additional fees: Yes No

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To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Steven D. Thomas
Name of Person Signing

Steven D. Thomas
Signature

April 19, 2001
Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
PATENTS ONLY**

Conveying Party(ies) **Mark if additional names of conveying parties attached**
Enter Additional Conveying Party

Name (line 1)	<input type="text"/>	Execution Date Month Day Year	<input type="text"/>
Name (line 2)	<input type="text"/>	Execution Date Month Day Year	<input type="text"/>
Name (line 1)	<input type="text"/>	Execution Date Month Day Year	<input type="text"/>
Name (line 2)	<input type="text"/>	Execution Date Month Day Year	<input type="text"/>
Name (line 1)	<input type="text"/>	Execution Date Month Day Year	<input type="text"/>
Name (line 2)	<input type="text"/>	Execution Date Month Day Year	<input type="text"/>

Receiving Party(ies) **Mark if additional names of receiving parties attached**
Enter Additional Receiving Party

Name (line 1)	<input type="text"/>		
Name (line 2)	<input type="text"/>		
Address (line 1)	<input type="text"/>		
Address (line 2)	<input type="text"/>		
Address (line 3)	<input type="text"/>	<input type="text"/>	<input type="text"/>
	City	State/Country	Zip Code
Name (line 1)	<input type="text"/>		
Name (line 2)	<input type="text"/>		
Address (line 1)	<input type="text"/>		
Address (line 2)	<input type="text"/>		
Address (line 3)	<input type="text"/>	<input type="text"/>	<input type="text"/>
	City	State/Country	Zip Code

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Application Number(s) or Patent Number(s) **Mark if additional numbers attached**
Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property).

Patent Application Number(s)			Patent Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	5,741,539	5,290,583	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	5,758,015	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	5,771,336	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	5,670,198	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	5,533,441	<input type="text"/>	<input type="text"/>

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
PATENTS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of April 10, 2001 (the "Security Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Agent (the "Agent") for the Lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the patents and patent applications shown below to the Agent for the ratable benefit of the Lenders:

PATENTS

<u>Patent No.</u>	Description of Patent <u>Item</u>	Date of <u>Patent</u>
-------------------	--------------------------------------	--------------------------

See attached Exhibit A

PATENT APPLICATIONS

<u>Patent Application No.</u>	Date of Patent <u>Application</u>
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See attached Exhibit A

The Obligors and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing patents and patent applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any patent or patent application.

Very truly yours,

MICHAEL FOODS OF DELAWARE, INC.,
a Delaware corporation

By: 

Name: John D. Reedy

Title: E.V.P., C.F.O. and Treasurer

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Agent

By: _____

Name: W. Thomas Barnett

Title: Managing Director

The Obligors and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing patents and patent applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any patent or patent application.

Very truly yours,

MICHAEL FOODS OF DELAWARE, INC.,
a Delaware corporation

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Agent

By: *W. Thomas Barnett*
Name: W. Thomas Barnett
Title: Managing Director

Exhibit A

**Michael Foods of Delaware, Inc.
(Delaware Corporation)**

U.S. Patents

Issued Patents

Description	Patent No.	Issued
APPARATUS AND METHOD FOR ELECTRICAL HEATING OF FOOD PRODUCTS	4,739,140	4/19/88
SIMULATED UNCOOKED EGG WITH SHAPED EGG-YOLK AND METHOD OF MAKING	5,073,399	12/17/91
METHOD AND APPARATUS OF PRODUCING EXTENDED REFRIGERATED SHELF LIFE BAKEABLE LIQUID EGG	5,167,976	12/1/92
SIMULATED RAW EGG COMPOSITION	5,227,189	7/13/93
SIMULATED EGG YOLK AND METHOD OF MAKING SAME	5,401,525	3/28/95
APPARATUS OF PRODUCING EXTENDED REFRIGERATED SHELF LIFE BAKEABLE LIQUID EGG	5,465,655	11/14/95
METHODS AND APPARATUS FOR ELECTROHEATING FOOD EMPLOYING CONCENTRIC ELECTRODES	5,562,024	10/8/96
METHODS AND APPARATUS FOR ELECTROHEATING FOOD EMPLOYING CONCENTRIC ELECTRODES	5,571,550	11/5/96
METHOD AND APPARATUS FOR ELECTROHEATING FOOD EMPLOYING CONCENTRIC ELECTRODES	5,630,360	5/20/97
SHELF-STABLE LIQUID EGG	5,741,539	4/21/98
METHODS AND APPARATUS FOR ELECTROHEATING FOOD EMPLOYING CONCENTRIC ELECTRODES	5,758,015	5/26/98
METHODS AND APPARATUS FOR ELECTROHEATING FOOD EMPLOYING CONCENTRIC ELECTRODES	5,771,336	6/23/98
METHOD FOR RAPIDLY COOLING LIQUID EGG	5,670,198	9/23/97
APPARATUS FOR RAPIDLY COOLING LIQUID EGG	5,533,441	7/9/96
METHOD OF ELECTROHEATING LIQUID EGG AND PRODUCT THEREOF	5,290,583	3/1/94