

07-16-2001

Form PTO-1594  
1-31-92



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R SHEET  
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U. S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks

and the attached original documents or copy thereof.

1. Name of conveying party(ies):  
Pinnacle Foods Brands Corporation **7-501**

Individuals  Association  
 General Partnership -  Limited Partnership  
 Corporation-State - Delaware  
 Other

Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies):

Name: Bankers Trust Company  
 Internal Address: \_\_\_\_\_  
 Street Address: One Bankers Trust Plaza, 130 Liberty Street  
 City: New York State: New York ZIP: 10006

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership JUL - 5 2001  
 Limited Partnership \_\_\_\_\_  
 Corporation- New York  
 Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
 (Designations must be a separate document from Assignment)  
 Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:

Assignment  Merger  
 Security Interest  Change of Name  
 Other \_\_\_\_\_

Execution Date: May 22, 2001

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

Additional numbers attached?  Yes  No

Trademark Registration No.(s)\

1513742

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Francis L. McGrath, Legal Assistant  
 Internal Address: White & Case LLP

Street Address: 1155 Avenue of the Americas  
 City: New York State: NY ZIP: 10036

6. Total number of applications and registration involved 63

7. Total fee (37 CFR 3.41): ..... \$ 1590.00

Enclosed  
 Authorized to be charged to deposit account, in case of deficiency

8. Deposit account number:  
(23-1705 in case of deficiency)

(Attach duplicate copy of this page if paying by deposit account)

07/16/2001 ANNED1 00000010 1513742

01 FC:481 40.00 OP  
 02 FC:482 1550.00 OP

DO NOT USE THIS SPACE

9. Statement and signature.  
*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.*

Francis L. McGrath  
 Name of Person Signing

Francis L. McGrath July 5, 2001  
 Signature Date

Total number of pages comprising cover sheet: 1

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

**Commissioner of Patents and Trademarks**  
**Box Assignments**  
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**Schedule A  
Schedule of Trademarks**

1. Pickles

<u>Trademark</u>	<u>Country</u>	<u>Reg. No.- (App. No.)</u>	<u>Date of Reg (Filing Date)</u>	<u>Owner</u>	<u>Comments</u>
COUNTRY CLASSIC	US	1513742 (73/646235)	11/22/88 (02/24/87)	Pinnacle Foods Brands Corporation	Registered
DESIGN (Regular Pickle Line Label)	US	(76/134,751)	(09/25/00)	Pinnacle Foods Brands Corporation	Pending
DESIGN (Stackers Label)	US	(76/134,776)	(09/25/00)	Pinnacle Foods Brands Corporation	Pending
DESIGN (STORK 2)	US	1026896 (73/039461)	12/09/75 (12/11/74)	Pinnacle Foods Brands Corporation.	Registered
DESIGN (STORK 1)	US	1399722 (73/553444)	07/01/86 (08/15/85)	Pinnacle Foods Brands Corporation	Registered
GRILL CLASSICS	US	(75/854024)	(11/19/99)	Pinnacle Foods Brands Corporation	Pending
HAMBURGER STACKERS	US	2425583 (75/548269)	01/30/01 (09/03/98)	Pinnacle Foods Brands Corporation	Registered
MILWAUKEE'S & DESIGN	US	578795 (71/627001)	08/18/53 (03/25/52)	Pinnacle Foods Brands Corporation	Registered
PICKLES TO GO	US	(76/147200)	(10/16/00)	Pinnacle Foods Brands Corporation	Pending Intent to Use
SANDWICH ZESTERS	US	(74/731526)	(09/20/95)	Pinnacle Foods Brands Corporation	Abandoned
SANDWICH STACKERS	US	1898229 (74/425529)	06/06/95 (08/18/93)	Pinnacle Foods Brands Corporation	Registered
SANDWICH STACKERS DESIGN	US	2101531 (75/179610)	09/30/97 (11/12/96)	Pinnacle Foods Brands Corporation	Registered
SANDWICH STACKERS (STYLIZED)	US	2101623 (75/196224)	09/30/97 (11/12/96)	Pinnacle Foods Brands Corporation	Registered

<u>Trademark</u>	<u>Country</u>	<u>Reg. No.- (App. No.)</u>	<u>Date of Reg (Filing Date)</u>	<u>Owner</u>	<u>Comments</u>
SANDWICH IMPROVEMENT	US	1858743 (74/448209)	10/18/94 (10/18/93)	Pinnacle Foods Brands Corporation	Registered
SNACK 'MMS	US	1952990 (74/625379)	01/30/96 (01/25/95)	Pinnacle Foods Brands Corporation	Registered
STACKERS	US	2432756 (75/637530)	03/06/01 (02/10/99)	Pinnacle Foods Brands Corporation	Registered
SUPER SANDWICH STACKERS & DESIGN	US	2103371 (75/181323)	10/07/97 (10/15/96)	Pinnacle Foods Brands Corporation	Registered
SUPER SANDWICH STACKERS & DESIGN	US	2103375 (75/181450)	10/07/97 (10/15/96)	Pinnacle Foods Brands Corporation	Registered
SUPER STACKERS	US	(76/097,326)	(07/26/00)	Pinnacle Foods Brands Corporation	Pending
THAT'S THE BEST PICKLE I EVER HEARD	US	(75/787113)	(08/27/99)	Pinnacle Foods Brands Corporation	Pending
VLASIC PICKLES TO GO!	US	1861071 (74/458796)	11/01/94 (11/16/93)	Pinnacle Foods Brands Corporation	Registered
VLASIC SANDWICH ZESTERS	US	74/731527	(09/20/95)	Pinnacle Foods Brands Corporation	Abandoned
VLASIC & DESIGN (STORK 3)	US	1890639 (74/410709)	04/18/95 (07/09/93)	Pinnacle Foods Brands Corporation	Registered
VLASIC & DESIGN (LOGO)	US	(75/680986)	(04/12/99)	Pinnacle Foods Brands Corporation	Pending
VLASIC & DESIGN	US	1429452 (73/553550)	02/17/87 (08/15/85)	Pinnacle Foods Brands Corporation	Registered
VLASIC	US	699512 (72/082616)	06/14/60 (10/02/59)	Pinnacle Foods Brands Corporation	Registered
DESIGN (STORK-4)	Canada	(1012993)	(04/22/99)	Pinnacle Foods Brands Corporation	Pending

<u>Trademark</u>	<u>Country</u>	<u>Reg. No.- (App. No.)</u>	<u>Date of Reg (Filing Date)</u>	<u>Owner</u>	<u>Comments</u>
DYSON'S SWEET MIXED PICKLES D PURITY STRENGTH AND DESIGN	Canada	TMDA0348 22	11/9/23	Pinnacle Foods Brands Corporation	Registered
GRILL CLASSICS	Canada	(1057939)	(5/5/00)	Pinnacle Foods Brands Corporation	Pending
HAMBURGER STACKERS	Canada	(1002990)	(1/26/99)	Pinnacle Foods Brands Corporation	Pending
JUST NOT N'OTHER PICKLE	Canada	TMA256575 (401136)	03/06/81 (08/11/76)	Pinnacle Foods Brands Corporation	Registered
SANDWICH STACKERS	Canada	(833537)	(01/14/97)	Pinnacle Foods Brands Corporation	Allowed
STACKERS	Canada	(1004748)	(02/10/99)	Pinnacle Foods Brands Corporation	Pending
SUPER STACKERS	Canada	(1089126)	(1/15/00)	Pinnacle Foods Brands Corporation	Pending
VLASIC	Canada	TMA388492 (665084)	08/30/91 (08/23/90)	Pinnacle Foods Brands Corporation	Registered
VLASIC	China	262475 (9001474)	09/10/86 (11/18/85)	Pinnacle Foods Brands Corporation	Registered
DESIGN (STORK-4)	CTM	1137819 (1137819)	7/25/00 (04/14/99)	Pinnacle Foods Brands Corporation	Registered
VLASIC	CTM	(1126929)	(04/06/99)	Pinnacle Foods Brands Corporation	Pending
VLASIC	Germany	39914368 (39914368.8)	04/26/99 (03/11/99)	Pinnacle Foods Brands Corporation	Registered
DESIGN (STORK HEAD)	Japan	2465272 (1-059279)	10/30/92 (05/24/89)	Pinnacle Foods Brands Corporation	Registered
VLASIC	Panama	93427 (93427)	04/14/98 (04/14/98)	Pinnacle Foods Brands Corporation	Registered
VLASIC	Panama	93426 (93426)	04/14/98 (04/14/98)	Pinnacle Foods Brands Corporation	Registered

<u>Trademark</u>	<u>Country</u>	<u>Reg. No.- (App. No.)</u>	<u>Date of Reg (Filing Date)</u>	<u>Owner</u>	<u>Comments</u>
VLASIC	Russia	(98712485)	(7/18/98)	Pinnacle Foods Brands Corporation	Pending
VLASIC (IN ARABIC CHARACTERS)	Saudi Arabia	32252 (23707)	10/17/94 (01/22/94)	Pinnacle Foods Brands Corporation	Registered
VLASIC	Saudi Arabia	322/53 (23708)	10/17/94 (01/22/94)	Pinnacle Foods Brands Corporation	Registered
VLASIC	South Korea	406764 (976610)	06/29/98 (02/15/97)	Pinnacle Foods Brands Corporation	Registered
VLASIC & DESIGN	Spain	1317826 (1317826)	05/20/91 (04/14/99)	Pinnacle Foods Brands Corporation	Registered
DESIGN (STORK-4)	UK	2194607 (2194607)	04/15/99 (04/15/99)	Pinnacle Foods Brands Corporation	Registered
VLASIC	UK	2190456 (2190456)	03/01/99 (03/01/99)	Pinnacle Foods Brands Corporation	Registered
DESIGN (STORK)	UAE	14581 (17308)	04/22/98 (07/16/96)	Pinnacle Foods Brands Corporation	Registered
VLASIC	UAE	14582 (17307)	04/22/98 (07/16/96)	Pinnacle Foods Brands Corporation	

2. Open Pit and Hot Pockets

<u>Trademark</u>	<u>Country</u>	<u>Reg. No.- (App. No.)</u>	<u>Date of Reg. (Filing Date)</u>	<u>Owner</u>	<u>Comments</u>
OPEN PIT	US	701940 (72/081469)	07/26/60 (09/16/59)	Pinnacle Foods Brands Corporation	Registered
OPEN PIT	Australia	678628 (678628)	03/21/97 (11/21/95)	Pinnacle Foods Brands Corporation	Registered
OPEN PIT	Canada	TMA356971 (593356)	06/09/89 (10/14/87)	Pinnacle Foods Brands Corporation	Registered
THE OPEN PIT	Canada	UCA049079 (223395)	02/11/54 (02/11/54)	Pinnacle Foods Brands Corporation	Registered
OPEN PIT	China	559523	07/20/91 (07/02/90)	Pinnacle Foods Brands Corporation	Registered
OPEN PIT	New Zealand	106994 (106994)	01/22/74	Pinnacle Foods Brands Corporation	Registered
OPEN PIT	Poland	R75885 (Z105994)	02/12/92 (02/12/92)	Pinnacle Foods Brands Corporation	Registered
OPEN PIT	Russia	179435 (98712447)	09/02/99 (07/17/98)	Pinnacle Foods Brands Corporation	Registered
OPEN PIT	UK	1363044 (1363044)	11/08/88 (11/08/88)	Pinnacle Foods Brands Corporation	Registered
OPEN PIT	Venezuela	(9603-00)	(06/06/00)	Pinnacle Foods Brands Corporation	Pending
HOT POCKETS	UK	2216243	12/03/99	Pinnacle Foods Brands Corporation	Registered
HOT POCKETS	UK	B1266382	05/03/86	Pinnacle Foods Brands Corporation	Registered
HOT POCKETS	UK	B1266381	05/03/86	Pinnacle Foods Brands Corporation	Registered

## 3. Frozen Food

<u>Trademark</u>	<u>Country</u>	<u>Reg. No - (app. No.)</u>	<u>Date of Reg- (Filing Date)</u>	<u>Owner</u>	<u>Comments</u>
BERRILICIOUS APPLE SMASHIN' SAUCE	US	(75/881921)	(12/20/99)	Pinnacle Foods Brands Corporation	Pending
CHILLIN' CHEESE PIZZA	US	2379316 (75/766970)	08/22/00 (08/03/99)	Pinnacle Foods Brands Corporation	Registered
CHOMPIN' CHICKEN DRUMLETS	US	2381198 (75/766969)	08/29/00 (08/03/99)	Pinnacle Foods Brands Corporation	Registered
CRUISIN' CORNDOG	US	(75/742976)	(07/08/99)	Pinnacle Foods Brands Corporation	Allowed
DESIGN (TIGER)	US	1840681 (74/423498)	06/21/94 (08/12/93)	Pinnacle Foods Brands Corporation	Registered
DESIGN (BEAR)	US	1838030 (74/423499)	05/31/94 (08/12/93)	Pinnacle Foods Brands Corporation	Registered
DESIGN (MOOSE)	US	1839532 (74/423508)	06/14/94 (08/12/93)	Pinnacle Foods Brands Corporation	Registered
DESIGN (HIPPO)	US	1840680 (74/423453)	06/21/94 (08/12/93)	Pinnacle Foods Brands Corporation	Registered
DESIGN (ELEPHANT)	US	1839558 (74/420998)	06/14/94 (08/05/93)	Pinnacle Foods Brands Corporation	Registered
DESIGN (ALLIGATOR)	US	1840683 (74/425114)	06/21/94 (08/16/93)	Pinnacle Foods Brands Corporation	Registered
DESIGN (LION)	US	1824530 (74/385925)	03/01/94 (05/03/93)	Pinnacle Foods Brands Corporation	Registered
DESIGN (RHINO)	US	1840737 (74/420401)	06/21/94 (08/04/93)	Pinnacle Foods Brands Corporation	Registered
DESIGN (WALRUS)	US	1840684 (74/426157)	06/21/94 (08/19/93)	Pinnacle Foods Brands Corporation	Registered
DESIGN (FOX)	US	1845775 (74/425112)	07/19/94 (08/16/93)	Pinnacle Foods Brands Corporation	Registered
FAMILY SELECTIONS	US	2345616 (75/750910)	04/25/00 (07/08/99)	Pinnacle Foods Brands Corporation	Registered
FRAZZLIN FRIED CHICKEN WINGS	US	2362160 (75/768884)	06/27/00 (08/05/99)	Pinnacle Foods Brands Corporation	Registered

<u>Trademark</u>	<u>Country</u>	<u>Reg. No - (app. No.)</u>	<u>Date of Reg. (Filing Date)</u>	<u>Owner</u>	<u>Comments</u>
FRENZIED FISH STICKS	US	2351972 (75/766973)	05/23/00 (08/03/99)	Pinnacle Foods Brands Corporation	Registered
FUN FEAST	US	1793773 (74/315030)	09/21/93 (09/18/92)	Pinnacle Foods Brands Corporation	Registered
GREAT STARTS & DESIGN 2	US	1825316 (74/403916)	03/08/94 (06/21/93)	Pinnacle Foods Brands Corporation	Registered
GREAT STARTS	US	1824509 (74/398987)	03/01/94 (06/08/93)	Pinnacle Foods Brands Corporation	Registered
GREAT TASTE MADE EASY	US	1998679 (74/565473)	09/03/96 (08/25/94)	Pinnacle Foods Brands Corporation	Registered
HUNGRY-MAN & DESIGN	US	1086538 (73/069746)	02/28/78 (11/21/75)	Pinnacle Foods Brands Corporation	Registered
LE MENU	US	1713948 (74/188926)	09/08/92 (07/29/91)	Pinnacle Foods Brands Corporation	Registered
MAC & MORE & DESIGN	US	1965398 (74/649224)	04/02/96 (03/20/95)	Pinnacle Foods Brands Corporation	Registered
MAC & MORE	US	1953357 (74/649066)	01/30/96 (03/20/95)	Pinnacle Foods Brands Corporation	Registered
MOTORIN' MAC & CHEESE	US	2379317 (75/766971)	08/22/00 (08/03/99)	Pinnacle Foods Brands Corporation	Registered
MUNCHIN' MINI TACOS	US	(75/766972)	(08/03/99)	Pinnacle Foods Brands Corporation	Pending
PLUMP & JUICY & DESIGN (STYLIZED)	US	1260588 (73/358277)	12/06/83 (04/05/82)	Pinnacle Foods Brands Corporation	Registered
POT PIE FAVORITES	US	(75/881922)	(12/20/99)	Pinnacle Foods Brands Corporation	Pending
POTATO TOPPED	US	(76/017136)	(04/04/00)	Pinnacle Foods Brands Corporation	Pending
RAZZLIN' RINGS	US	2382990 (75/766966)	09/05/00 (08/03/99)	Pinnacle Foods Brands Corporation	Registered
ROARIN' RAVIOLI	US	2379315 (75/766967)	08/22/00 (08/03/99)	Pinnacle Foods Brands Corporation	Registered
ROCKIN' RIB FINGERS	US	(75/766968)	(08/03/99)	Pinnacle Foods Brands Corporation	Pending



<u>Trademark</u>	<u>Country</u>	<u>Reg. No - (app. No.)</u>	<u>Date of Reg. (Filing Date)</u>	<u>Owner</u>	<u>Comments</u>
SMASHIN' SAUCE	US	(75/903165)	(01/26/00)	Pinnacle Foods Brands Corporation	Pending
THE ORIGINAL TV DINNER	US	2416646 (75/612016)	12/26/00 (12/24/98)	Pinnacle Foods Brands Corporation	Registered
TRADITIONAL FAVORITES	US	(75/824207)	(10/15/99)	Pinnacle Foods Brands Corporation	Pending
LE MENU	AUSTRALIA	B388001 (388001)	05/29/87 (02/28/83)	Pinnacle Foods Brands Corporation	Registered
LE MENU	BENELUX	393691 (49662)	09/15/83 (0915/83)	Pinnacle Foods Brands Corporation	Registered
CHICKEN DRUMLETS	CANADA	TMA 311893 (522387)	03/07/86 (05/24/84)	Pinnacle Foods Brands Corporation	Registered
CRUISIN' CORN DOG	CANADA	(1040582)	(12/22/99)	Pinnacle Foods Brands Corporation	Pending
FAMILY SELECTIONS	CANADA	(1027460)	(08/31/99)	Pinnacle Foods Brands Corporation	Pending
FUN FEAST	CANADA	(1022744)	(07/19/99)	Pinnacle Foods Brands Corporation	Pending
GREAT STARTS	CANADA	(1022743)	(07/19/99)	Pinnacle Foods Brands Corporation	Pending
HUNGRY-HOMBRE	CANADA	TMA229950 (392947)	08/25/78 (12/24/75)	Pinnacle Foods Brands Corporation	Registered
HUNGRY-MAN	CANADA	TMA223683 (394399)	10/14/77 (02/12/76)	Pinnacle Foods Brands Corporation	Registered
JUST NOT N'OTHER PICKLE	CANADA	TMA256575 (401136)	03/06/81 (08/11/76)	Pinnacle Foods Brands Corporation	Registered
LE MENU	CANADA	TMA304710 (497100)	07/12/85 (01/06/83)	Pinnacle Foods Brands Corporation	Registered
MINI-DIPS	CANADA	TMA342486 (523568)	07/08/88 (06/13/84)	Pinnacle Foods Brands Corporation	Registered
MINI-TREMPETTES	CANADA	TMA309783 (527452)	12/27/85 (08/24/84)	Pinnacle Foods Brands Corporation	Registered
PURITY STRENGTH & DESIGN	CANADA	TMDA034822 (116567)	01/26/1924 (11/09/23)	Pinnacle Foods Brands Corporation	Registered

<u>Trademark</u>	<u>Country</u>	<u>Reg. No - (app. No.)</u>	<u>Date of Reg. (Filing Date)</u>	<u>Owner</u>	<u>Comments</u>
SELECTIONS FAMILIALES	CANADA	(1027458)	(08/31/99)	Pinnacle Foods Brands Corporation	Pending
STEAKWICH	CANADA	TMA274717 (453546)	12/10/82 (05/12/80)	Pinnacle Foods Brands Corporation	Registered
TV	CANADA	TMA107036 (230374)	06/21/57 (05/16/55)	Pinnacle Foods Brands Corporation	Registered
VALU-SELECT	CANADA	TMA349997 (598759)	01/13/89 (01/13/88)	Pinnacle Foods Brands Corporation	Registered
FUN FEAST	CTM	(1422047)	(12/14/99)	Pinnacle Foods Brands Corporation	Pending
LE MENU	FRANCE	1252063 (682621)	11/24/83 (11/24/83)	Pinnacle Foods Brands Corporation	Registered
LE MENU	JAPAN	2436089 (57109714)	07/31/92 (12/13/82)	Pinnacle Foods Brands Corporation	Registered
PLUMP & JUICY & DESIGN	JAPAN	2137885 (6218147)	05/30/89 (02/23/87)	Pinnacle Foods Brands Corporation	Registered
GREAT STARTS	MEXICO	415454 (130501)	06/03/92 (01/02/92)	Pinnacle Foods Brands Corporation	Registered
GREAT STARTS	MEXICO	415455 (130502)	06/03/92 (01/02/92)	Pinnacle Foods Brands Corporation	Registered
LE MENU & DESIGN (STYLIZED-1)	POLAND	R75882 (Z105991)	02/12/92 (02/12/92)	Pinnacle Foods Brands Corporation	Registered

GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Pinnacle Foods Brands Corporation, a Delaware Corporation (the "Grantor") with principal offices at Cherry Hill Executive Campus No. 6, 1 South Union Place, Cherry Hill, New Jersey 08002, hereby assigns and grants to Bankers Trust Company, as Collateral Agent, with principal offices at 130 Liberty Street, New York, New York 10006 (the "Grantee"), a security interest in (i) all of the Grantor's right, title and interest in and to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the Security Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of May 22, 2001 (as amended from time to time, the "Security Agreement"). Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Grantee shall execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Marks acquired under this Grant.

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this

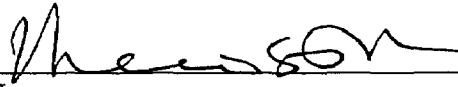
Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

\* \* \*

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the

22 day of May, 2001.

PINNACLE FOODS BRANDS CORPORATION,  
Grantor

By   
Name:  
Title:


STATE OF NEW YORK )  
 ) ss.:  
COUNTY OF NEW YORK )

On this 22 day of May, 2001, before me personally came ANDREW  
S. ROSEN who, being by me duly sworn, did state as follows: that [s]he is  
SENIOR VICE PRESIDENT of Pinnacle Foods Brands Corporation, that [s]he is authorized to execute the  
foregoing Grant on behalf of said CORPORATION and that [s]he did so by authority of the Board  
of Directors of said CORPORATION.

  
Notary Public

ADAM W. DECKER  
Notary Public, State of New York  
No. 01DE6045568  
Qualified in New York County  
Commission Expires July 31, 2002

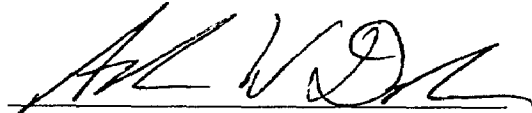
BANKERS TRUST COMPANY,  
as Collateral Agent and Grantee

By   
Name: \_\_\_\_\_  
Title: Gregory P. Shefrin  
Director

STATE OF NEW YORK )  
 ) ss.:  
COUNTY OF NEW YORK )

On this 22 day of MAY, 2001 before me personally came \_\_\_\_\_

GREGORY P. SHEERIN who, being by me duly sworn, did state as follows: that [s]he is  
DIRECTOR of Bankers Trust Company, that [s]he is authorized to execute the  
foregoing Grant on behalf of said corporation and that [s]he did so by authority of the Board of  
Directors of said corporation.

  
\_\_\_\_\_  
Notary Public

ADAM W. DECKER  
Notary Public, State of New York  
No. 01876045568  
Qualified in New York County  
Commission Expires July 31, 2003