

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST
EFFECTIVE DATE:	12/15/2004

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Cumberland Packing Corp.		12/15/2004	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	JPMORGAN CHASE BANK, N.A.
Street Address:	4 Chase MetroTech Center
Internal Address:	22nd Floor
City:	Brooklyn
State/Country:	NEW YORK
Postal Code:	11245
Entity Type:	CORPORATION: NEW YORK

PROPERTY NUMBERS Total: 51

Property Type	Number	Word Mark
Registration Number:	2088536	BUTTER BASE 20
Registration Number:	0838892	BUTTER-BUDS
Registration Number:	2288378	BUTTER BUDS
Registration Number:	2373315	BUTTER BUDS
Registration Number:	1621416	BUTTER BUDS
Registration Number:	2652520	BUTTER BUDS-EX
Registration Number:	1804644	BUTTERFLO
Registration Number:	2534030	BUTTERMILK BUDS
Registration Number:	2540657	CHEDDAR BUDS
Registration Number:	2547133	CHEDDAR BUDS
Registration Number:	2540655	CHEESE BUDS
Registration Number:	2594490	COCOA BUDS

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Registration Number:	2441738	COCOA BUDS BASE
Registration Number:	2000824	CREAM PLUS
Registration Number:	1000000	
Registration Number:	2643110	HONEY IN THE RAW
Serial Number:	78525114	HONEY ON THE RAW
Registration Number:	1952511	IT'S EXPECTED!
Registration Number:	1507653	NATRA-LITE
Registration Number:	0872262	NU-SALT
Registration Number:	2834810	PILLOWS
Registration Number:	1876627	SAVOR THE FLAVOR
Registration Number:	1391236	SPOON-FOR-SPOON
Registration Number:	2673022	SPOON FOR SPOON
Registration Number:	0937695	SUGAR IN THE RAW
Registration Number:	2121724	SUGAR IN THE RAW
Registration Number:	2647108	SUGAR IN THE RAW
Registration Number:	0906884	SWEET MAGIC
Registration Number:	0935021	SWEET MAGIC
Registration Number:	1114753	SWEET'N LOW
Registration Number:	1659822	SWEET'N LOW
Registration Number:	0955304	SWEET'N LOW
Registration Number:	1041004	SWEET'N LOW
Registration Number:	1116694	SWEET'N LOW
Registration Number:	1126434	SWEET'N LOW
Registration Number:	1826531	SWEET'N LOW
Registration Number:	1155026	SWEET'N LOW
Registration Number:	0896101	SWEET'N LOW
Registration Number:	0896102	SWEET'N LOW
Registration Number:	2045948	SWEET'N LOW
Registration Number:	2173851	SWEET'N LOW
Registration Number:	2173852	SWEET'N LOW
Registration Number:	1933102	SWEET'N LOW
Registration Number:	2358588	SWEET'N LOW
Registration Number:	2465527	SWEET'N LOW
Registration Number:	2660688	SWEET'N LOW
Registration Number:	2547375	SWEET'N LOW

Registration Number:	2588282	SWEET'N LOW
Registration Number:	1114752	SWEET'N LOW
Serial Number:	78444455	THINK PINK
Registration Number:	2463777	

CORRESPONDENCE DATA

Fax Number: (212)592-1500
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 2125921400
Email: bwerb@herrick.com, rbrod@herrick.com
Correspondent Name: Barry Werbin
Address Line 1: 2 Park Avenue
Address Line 2: Herrick, Feinstein LLP
Address Line 4: New York, NEW YORK 10016

NAME OF SUBMITTER:	Barry Werbin
Signature:	/bw/
Date:	01/05/2005

Total Attachments: 6
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GRANT OF SECURITY INTEREST IN TRADEMARKS

WHEREAS, a Term Loan Credit Agreement was entered into as of December 15, 2004 by and among CUMBERLAND PACKING CORP., a New York corporation having its principal place of business at 2 Cumberland Street, Brooklyn, New York 11205 (hereinafter, the "Borrower"), BROOKLYN PREMIUM CORP., a New York corporation, STADT CORPORATION, a Florida corporation, and JPMORGAN CHASE BANK, N.A., a New York banking corporation having its principal place of business at 4 Chase MetroTech Center, 22nd Floor, Brooklyn, New York 11245 (hereinafter the "Bank"), under the terms of which the Borrower has assumed certain obligations to the Bank; and

WHEREAS, in order to secure the performance of the Borrower of said obligations, the Borrower has agreed to grant a security interest in its trademarks to the Bank;

NOW, THEREFORE, for and in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, the Borrower hereby conveys to the Bank, a security interest in its entire right, title and interest in and to the trademarks listed on Schedule A hereto, and the goodwill of the Borrower's business associated with said trademarks.

[Signature appear on the following page.]

IN WITNESS WHEREOF, the Borrower has executed this Grant of Security Interest in Trademarks this 15th day of December, 2004.

CUMBERLAND PACKING CORP.

By: [Signature]
Name:
Title:

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

BEFORE ME, on this day personally appeared JEFFREY EISENSTADT known to me to be the person and officer whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of Cumberland Packing Corp., and that such person executed the same as the act of said corporation for the purpose and consideration therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE THIS 15 day of DECEMBER, 2004

[Signature]
Notary Public in and for the State of New York

Commission Expires: _____

DAVID GORDON
Notary Public, State of New York
No. 01GO4698862
Qualified in Rockland County
Commission Expires March 30, 2007

Schedule A to the
Grant of Security Interest in Trademarks

TRADEMARKS

Cumberland Packing Corp.
U.S. Trademarks
December 9, 2004

Trademark/ Service Mark	Serial No./ Reg. No.	Appl. Date/ Reg. Date	Class(es)	Status
BUTTER BASE 20	2,088,536	8/19/97	1	Registered
BUTTER-BUDS	838,892	11/14/67	29	Registered
BUTTER BUDS (Stylized)	2,288,378	10/26/99	30	Registered
BUTTER BUDS (Stylized)	2,373,315	8/1/00	29	Registered
BUTTER BUDS and Design	1,621,416	11/6/90	29	Registered
BUTTER BUDS-EX	2,652,520	11/19/02	29	Registered
BUTTERFLO	1,804,644	11/16/93	29	Registered
BUTTERMILK BUDS	2,534,030	1/29/02	29	Registered
CHEDDAR BUDS	2,540,657	2/19/02	29	Registered
CHEDDAR BUDS	2,547,133	3/12/02	30	Registered
CHEESE BUDS	2,540,655	2/19/02	29	Registered
COCOA BUDS	2,594,490	7/16/02	30	Registered
COCOA BUDS BASE	2,441,738	4/10/01	29	Registered
CREAM PLUS	2,000,824	9/17/96	1	Registered
DESIGN: Treble-clef and musical staff	1,000,000	12/17/74	1	Registered
HONEY IN THE RAW	2,643,110	10/29/02	30	Registered
HONEY ON THE RAW	78/525,114	12/1/04	30	Pending
IT'S EXPECTED!	1,952,511	1/30/96	1	Registered

Trademark/ Service Mark	Serial No./ Reg. No.	Appl. Date/ Reg. Date	Class(es)	Status
NATRA-LITE	1,507,653	10/11/88	1	Registered
NU-SALT	872,262	7/1/69	5	Registered
PILLOWS	2,834,810	4/20/04	5 30	Registered
SAVOR THE FLAVOR	1,876,627	1/31/95	16	Registered
SPOON-FOR-SPOON	1,391,236	4/29/86	1	Registered
SPOON FOR SPOON and Design	2,673,022	1/7/03	1 30	Registered
SUGAR IN THE RAW	937,695	7/11/72	30	Registered
SUGAR IN THE RAW (Stylized)	2,121,724	12/16/97	30	Registered
SUGAR IN THE RAW (Stylized)	2,647,108	11/5/02	25	Registered
SWEET MAGIC	906,884	1/26/71	1	Registered
SWEET MAGIC and Design	935,021	5/30/72	1	Registered
SWEET'N LOW and pink packet	1,114,753	3/13/79	1	Registered
SWEET'N LOW	1,659,822	10/8/91	25	Registered
SWEET'N LOW	955,304	3/13/73	30	Registered
SWEET'N LOW	1,041,004	6/8/76	30	Registered
SWEET'N LOW	1,116,694	4/17/79	30	Registered
SWEET'N LOW	1,126,434	10/30/79	30	Registered
SWEET'N LOW	1,826,531	3/15/94	30	Registered
SWEET'N LOW	1,155,026	5/19/81	32	Registered
SWEET'N LOW	896,101	8/4/70	1	Registered
SWEET'N LOW and Design (rectangular)	896,102	8/4/70	1	Registered
SWEET'N LOW and Design (wavy)	2,045,948	3/18/97	1	Registered

Trademark/ Service Mark	Serial No./ Reg. No.	Appl. Date/ Reg. Date	Class(es)	Status
SWEET'N LOW and Design (wavy)	2,173,851	7/14/98	30	Registered
SWEET'N LOW and Design (wavy)	2,173,852	7/14/98	30	Registered
SWEET'N LOW and Design (wavy)	1,933,102	11/7/95	30	Registered
SWEET'N LOW and Design (wavy)	2,358,588	6/13/00	30	Registered
SWEET'N LOW and Design (wavy)	2,465,527	7/3/01	30	Registered
SWEET'N LOW and Design (wavy)	2,660,688	12/10/02	25	Registered
SWEET'N LOW and Design (wavy)	2,547,375	3/12/02	30	Registered
SWEET'N LOW and Design (wavy)	2,588,282	7/2/02	30	Registered
SWEET'N LOW and Design and pink packet	1,114,752	3/13/79	1	Registered
THINK PINK	78/444,455	7/1/04	30	Pending
TREBLE CLEF DESIGN	2,463,777	6/26/01	1, 30	Registered