



To: The Commissioner of Patent.

101494027

and original document(s) or copy(ies) thereof.

1. Name of conveying party(ies):
NCI Foods, LLC
 Individual(s) Association
 General Partnership Limited
 Corporation-State: Partnership
 Other: Wisconsin Limited Liability Company
 Additional name(s) of conveying party(ies) attached?
 Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other: Notice of Grant of Security Interest

Execution Date: May 1, 1999
 MPD 10-4-00

2. Name and address of receiving party(ies):
 Name: Firststar Bank, N.A.
 Internal Address:
 Street Address: 711 East Wisconsin Avenue
 City: Milwaukee State: WI Zip: 53202
 Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State:
 Other: National Association
 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

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)

Additional numbers attached? Yes No

B. Trademark Registration No.(s)

SEE EXHIBIT A

Additional numbers attached? Yes No

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

Name: William K. Baxter
Godfrey & Kahn, S.C.
 Internal Address:
 Street Address: 780 North Water Street
 City: Milwaukee State: WI Zip: 53202

6. Total number of applications and registrations involved:.....[13]

7. Total fee (37 CFR 3.41):\$340.00
 Enclosed
 Authorized to be charged to deposit account for any deficiencies

8. Deposit account number: 07-1509

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

10/23/2000 DRYER 0000004 171236
 01 FC:481 40.00 DP
 02 FC:482 300.00 DP

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.

William K. Baxter
 Name of Person Signing

William K. Baxter
 Signature

10/4/00
 Date

Total number of pages including cover sheet, document, and attachments: [6]

EXHIBIT A

NORTHLAND CRANBERRIES, INC.
NCI FOODS, LLC

TRADEMARK ASSIGNMENT

U.S. TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>EXPIRATION DATE</u>
AWAKE	1,716,286	September 15, 2002
ORANGE PLUS	961,653	June 19, 2003
TREESWEET	656,892	January 7, 2009
TREESWEET (Stylized)	354,723	February 22, 2008
TREESWEET (with faces)	390,633	September 30, 2001
TREESWEET (with faces)	390,947	October 14, 2001
TREESWEET (with faces)	391,646	November 18, 2001
ORIGINAL TREESWEET AND DESIGNATION	1,986,535	July 16, 2006
PONCHO PUNCH	805,698	March 15, 2006
RUBY RED	1,357,034	August 27, 2005

ARGENTINE TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>EXPIRATION DATE</u>
ORIGINAL TREESWEET AND DESIGNATION	1,573,776	August 31, 2005

AUSTRALIAN TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>EXPIRATION DATE</u>
AWAKE	A194,165	April 22, 2000

CANADIAN TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>EXPIRATION DATE</u>
AWAKE	137,048	August 21, 2009
TREESWEET	233,729	June 15, 2009
TREESWEET (Stylized)	191,494	June 15, 2009
ORIGINAL TREESWEET AND DESIGNATION	475,747	April 30, 2012

COSTA RICAN TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>EXPIRATION DATE</u>
TREESWEET	99,634	February 6, 2007

GUATEMALAN TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>EXPIRATION DATE</u>
TREESWEET	85,143	September 10, 2007

JAPANESE TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>EXPIRATION DATE</u>
TREESWEET	1,136,419	July 24, 2005
TREESWEET	4,007,599	June 6, 2007
ORIGINAL TREESWEET AND DESIGNATION	3,312,544	May 23, 2007

MEXICAN TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>EXPIRATION DATE</u>
AWAKE	466,062	May 4, 2004
ORANGE PLUS	471,763	May 4, 2004

PHILIPPINE TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>EXPIRATION DATE</u>
ORANGE PLUS	30095	October 14, 2001

SENECA FOODS CORPORATION TRADEMARK REGISTRATIONS COVERED
UNDER THE LICENSE

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>EXPIRATION DATE</u>
SENECA and Design	755,615	August 27, 2003
SENECA	879,198	October 21, 2009
SENECA and Design	1,166,685	August 25, 2001

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

UNITED STATES PATENT AND TRADEMARK OFFICE

Ladies and Gentlemen:

Please be advised that pursuant to a Grant of Security Interest in Trademarks dated as of May 1, 1999, by NCI FOODS, LLC (the "Debtor") in favor of FIRSTAR BANK MILWAUKEE, N.A., now known as FIRSTAR BANK, N.A., as Agent (the "Secured Party"), the Debtor has granted to the Secured Party a continuing security interest in and continuing lien upon, the trademark registrations and/or trademark applications listed in **Exhibit A**, attached hereto.

The Secured Party, hereby acknowledges that the security interest in the foregoing trademark registrations and/or trademark applications (i) may only be terminated in accordance with the terms of both that certain Credit Agreement dated as of March 15, 1999 (the "Credit Agreement") between Northland Cranberries, Inc., the Secured Party and the other financial institutions from time to time a party to the Credit Agreement and that certain Guaranty dated May 1, 1999, by Debtor in favor of Secured Party and (ii) is not to be construed as an assignment of any trademark registration and/or trademark application.

Very truly yours,

FIRSTAR BANK, N.A.

By: 

Name: RONALD SHAPIRO

Title: Vice President

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