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OMB No. 0651-0027 (exp. 5/31/2002)
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DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
DTMC, INC.
3600 NORTH RIVER ROAD
FRANKLIN PARK, IL 60131
 Individual(s) 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: First Union National Bank, as Administrative Agent
Internal
Address: _____
Street Address: 201 South College Street
City: Charlotte State: NC Zip: 28208
 Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other National Banking 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

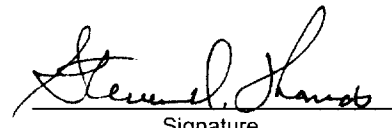
3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other Notice of Grant of Security Interest
Execution Date: December 21, 2001

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) _____
B. Trademark Registration No.(s) _____
SEE ATTACHED SCHEDULE
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Steven D. Thomas
Internal Address: _____
Street Address: Moore & Van Allen, PLLC
2200 West Main Street, Suite 800
City: Durham State: NC Zip: 27705

6. Total number of applications and registrations involved: 50
7. Total fee (37 CFR 3.41).....\$ 1,265.00
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number:
50-2316

DO NOT USE THIS SPACE

9. Signature.
Steven D. Thomas  September 11, 2002
Name of Person Signing Signature Date
Total number of pages including cover sheet, attachments, and document: 6

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

09/16/2002 AMMED1 00000022 1991139

01 FC:481
02 FC:482

40.00 DP
1225.00 DP

TRADEMARK
REEL: 002574 FRAME: 0033

**Exhibit A
Trademarks**

**DTMC, Inc.
(Delaware Corporation)**

Registered Marks

| Mark | Registration No. | Registration Date |
|---------------------------------------|------------------|-------------------|
| FLAP JACK | 1,991,139 | 8/6/96 |
| CANE PATCH | 1,995,166 | 8/20/96 |
| DESIGN ONLY | 1,987,040 | 7/16/96 |
| WARSAW FALCON | 1,971,347 | 4/30/96 |
| DAILEY | 1,971,346 | 4/30/96 |
| THINKING CAPS FOR KIDS | 1,944,012 | 12/26/95 |
| DESIGN ONLY | 1,927,769 | 10/17/95 |
| FARMAN'S | 2,048,573 | 4/1/97 |
| HOMESTYLE | 1,941,874 | 12/12/95 |
| FAST TRACK DELIVERY SYSTEM and Design | 1,872,857 | 1/10/95 |
| BREAKAWAY | 1,898,225 | 6/6/95 |
| PILGRIM FARMS | 1,845,770 | 7/19/94 |
| DAILEY | 1,791,758 | 9/7/93 |
| AUNT JANE'S | 1,773,092 | 5/25/93 |
| 1/2 PLUS | 1,803,846 | 11/9/93 |
| PICKLE FAIR Stylized Letters | 1,750,282 | 2/2/93 |
| CITRUS GOLD | 1,795,190 | 9/28/93 |
| INDIAN TRAIL | 1,707,015 | 8/11/92 |
| HOLIDAY COLLECTION | 1,726,704 | 10/20/92 |
| DESIGN ONLY | 1,604,851 | 7/3/90 |
| AUNT JANE'S Stylized Letters | 1,597,652 | 5/22/90 |
| DAILEY | 1,650,880 | 7/16/91 |
| CATES | 1,654,980 | 8/27/91 |
| MA BROWN | 1,613,075 | 9/11/90 |
| TASTY, LIGHT AND CREAMY | 1,596,952 | 5/15/90 |
| TLC | 1,597,641 | 5/22/90 |
| BRIDGEMAN'S BEST | 1,563,645 | 10/31/89 |
| MOBY DILLS and Design | 1,527,165 | 2/28/89 |
| LONGLIFE and Design | 1,519,026 | 1/3/89 |
| CALCIUM PLUS Block Letters | 1,540,694 | 5/23/89 |
| SQUEEZA DELI | 1,432,141 | 3/10/87 |
| PILGRIM FARMS, INC. | 1,419,356 | 12/2/86 |
| WE PICK | 1,436,562 | 4/14/87 |
| DESERT GOLD | 1,359,424 | 9/10/85 |
| STEINFELD'S WESTERN ACRES and Design | 1,302,972 | 10/30/84 |
| COUNTRY CREAMERY | 1,260,144 | 12/6/83 |
| PICK.L.POUCH | 1,288,485 | 7/31/84 |
| PARAMOUNT LITE and Design | 1,403,304 | 7/29/86 |
| PARAMOUNT | 1,403,303 | 7/29/86 |
| DESIGN ONLY | 1,293,062 | 9/4/84 |
| AMERICAN | 1,257,034 | 11/8/83 |

| Mark | Registration No. | Registration Date |
|---|------------------|-------------------|
| BRIDGEMAN'S | 1,288,063 | 7/31/84 |
| LIGHT STYLE and Design | 1,228,626 | 2/22/83 |
| BARBER'S and Design | 1,232,915 | 3/29/83 |
| BARBER'S PURETEST MILK ICE CREAM and Design | 1,232,914 | 3/29/83 |
| HANDY-PAC and Design | 1,196,957 | 6/1/82 |
| BRIDGEMAN'S | 1,191,420 | 3/2/82 |
| PETER PIPER'S and Design | 1,211,742 | 10/5/82 |
| DERBY | 1,246,521 | 7/26/83 |
| ARCTIC TREATS and Design | 1,202,219 | 7/20/82 |

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Please be advised that pursuant to the Security Agreement dated as of December 21, 2001 (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and First Union National Bank, as Administrative Agent (the "Administrative Agent") for the Lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the Lenders:

TRADEMARKS

| <u>Trademark Registration No.</u> | Description of Trademark <u>Item</u> | Date of <u>Trademark</u> |
|-----------------------------------|---|-----------------------------|
|-----------------------------------|---|-----------------------------|

See attached EXHIBIT A

TRADEMARK APPLICATIONS

| <u>Trademark Applications No.</u> | Description of Trademark <u>Applied For</u> | Date of Trademark <u>Applications</u> |
|---------------------------------------|--|--|
|---------------------------------------|--|--|

See attached EXHIBIT A

The Obligor and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark 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 trademark or trademark application.

Very truly yours,

DTMC, INC.,
a Delaware corporation

By: 
Name: _____
Title: _____

Acknowledged and Accepted:

FIRST UNION NATIONAL BANK,
as Administrative Agent

By: _____
Name: _____
Title: _____

The Obligor and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark 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 trademark or trademark application.

Very truly yours,

DTMC, INC.,
a Delaware corporation

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

FIRST UNION NATIONAL BANK,
as Administrative Agent

By:  _____
Name: **Jorge A. Gonzalez**
Title: **Senior Vice President**