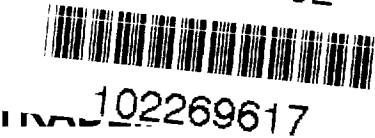


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(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):
 Horizon Snack Foods, Inc.
 7066 Las Positas Road, Suite A
 Livermore, CA 94550

11-4-02

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State *UT*
 Other _____

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

2. Name and address of receiving party(ies)
 Name: LaSalle Business Credit, Inc., as Agent
 Internal Address: _____
 Address: _____

Street Address: 135 South LaSalle Street
 City: Chicago State: IL Zip: 60603

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State *IL*
 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 Agreement Change of Name
 Other _____

Execution Date: October 18, 2002

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) See Schedule A
attached to Trademark Assignment of Security

B. Trademark Registration No.(s) See Schedule A
attached to Trademark Assignment

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Federal Research Corporation
 Internal Address: _____

Street Address: 1030 15th Street NW, Suite 920

City: Washington State: DC Zip: 20005

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41)..... \$40⁰⁰

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.

Loukia Harris *Loukia Harris* October 28, 2002
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 4

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

01 FC:8521

40.00 DP

TRADEMARK
REEL: 002609 FRAME: 0519

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated October 18, 2002, by and between Horizon Snack Foods, Inc. and LaSalle Business Credit, Inc., as Agent.

<u>REGISTRATION OR APPLICATION NO.</u>	<u>REGISTRATION OR FILING DATE</u>	<u>MARK</u>
78/161,646	09/06/02	Cutie Pie and Design

TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, HORIZON SNACK FOODS, INC., a corporation formed under the laws of Utah, located at 7066 Las Positas Road, Suite A, Livermore, California 94550 ("Grantor"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Grantor and various other credit parties (collectively, "Borrowers") are obligated to LaSalle Business Credit, Inc. ("LaSalle") and various other financial institutions (collectively, "Lenders") and LaSalle as agent for Lenders ("Agent") pursuant to (i) a certain Loan and Security Agreement, dated as of March 26, 2002, among Agent, Lenders and Borrowers and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof, made by Grantor in favor of Agent (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, Grantor is granting to Agent for its benefit and for the ratable benefit of Lenders a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Grantor does hereby assign unto Agent for its benefit and for the ratable benefit of Lenders and grant to Agent for its benefit and for the ratable benefit of Lenders a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

Grantor expressly acknowledges and affirms that the rights and remedies of Agent and Lenders with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: New York, New York
October 18, 2002

Witness:

Martha C. Parriott

HORIZON SNACK FOODS, INC.

By: [Signature]
Name: Lee M. Rucker
Title: Chief Administrative Officer

Witness:

[Signature]

LASALLE BUSINESS CREDIT, INC, as
Agent

By: [Signature]
Name: John M. DePledge
Title: First Vice President

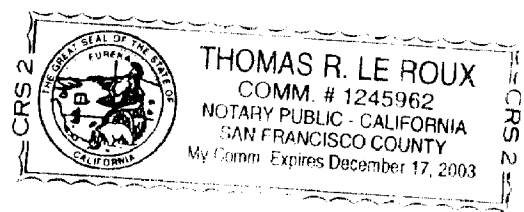
STATE OF California)

: SS.:

COUNTY OF San Francisco)

On this 18th day of October, 2002, before me personally came LeMikhael to me known, who, being by me duly sworn, did depose and say that he is the CAO of Horizon Snack Foods, Inc., the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by order of the board of directors of said corporation.

Thomas R. LeRoux
Notary Public



STATE OF New York)

: SS.:

COUNTY OF New York)

On this 25th day of October, 2002, before me personally came John DePledge, to me known, who, being by me duly sworn, did depose and say that he is the First Vice President of LaSalle Business Credit, Inc., the company described in and which executed the foregoing instrument; and that he was authorized to sign his name thereto on behalf of said company.

James R. Lewis
Notary Public

