



GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Dole Fresh Vegetables, Inc., a California corporation (the "Grantor") with principal offices at 639 S. Sanborn Road, Salinas, CA, 93901, hereby grants to Deutsche Bank AG New York Branch, as Collateral Agent, with principal offices at 31 West 52<sup>nd</sup> Street, New York, NY 10019, (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 U.S. 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 March 28, 2003 (as amended, modified, restated and/or supplemented from time to time, the "U.S. Security Agreement"). Upon the occurrence of the Termination Date (as defined in the U.S. 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 U.S. Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the U.S. 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 U.S. Security Agreement, the provisions of the U.S. Security Agreement shall govern.

**[Remainder of this page intentionally left blank; signature page follows]**

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

28<sup>th</sup> day of March, 2003.

DOLE FRESH VEGETABLES, INC., Grantor

By   
Name: **RICHARD DAHL**  
Title: **VICE PRESIDENT**

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

On this 28<sup>th</sup> day of March, 2003, before me personally came \_\_\_\_\_  
**RICHARD DAHL** who, being by me duly sworn, did state as follows: that he is  
**VICE PRESIDENT** of Dole Fresh Vegetables, Inc., that he is authorized to execute the foregoing  
Grant on behalf of said corporation and that he did so by authority of the Board of Directors  
of said Corporations.



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

ROBERT J. MINCEMOYER  
Notary Public, State of New York  
No. 02MI6081132  
Qualified in New York County  
Commission Expires Sept. 30, 2006

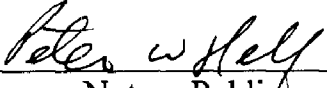
DEUTSCHE BANK AG NEW YORK BRANCH,  
as Collateral Agent and Grantee

By *Scottye Lindsey*  
Name: **Scottye Lindsey**  
Title: **Vice President**

By *Alexander Bici*  
Name: **ALEXANDER BICI**  
Title: **VICE PRESIDENT**

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

On this 27 day of March, 2003, before me personally came Scottye D. Lindsey who, being by me duly sworn, did state as follows: that he is Vice President of Deutsche Bank AG New York Branch, that he is authorized to execute the foregoing Grant on behalf of said corporation and that he did so by authority of the Board of Directors of said corporation.

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

Peter W. Heit  
Notary Public, State of New York  
Qualified in Suffolk County  
No. 01HE6030586  
Commission Expires 9/13/2005



SCHEDULE A

MARK	APPLICATION NO.	APPLICATION DATE	REG. NO.	REG. DATE
ANCO	674,134		613,266	27-Sep-55
ANCO OF CALIFORNIA	134,427		760,085	12-Nov-63
CALPAC & DESIGN	74/586,067	17-Oct-94	1,952,676	30-Jan-96
PRECISION PACK	74/151,092	21-Mar-91	1,697,884	30-Jun-92
RICK	72/037555	20-Sep-57	667,179	16-Sep-58
SUGAR BABY	490,477	18-Jul-84	1,419,387	02-Dec-86