

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Cloverhill Pastry-Vend Corporation		05/25/2006	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	JPMORGAN CHASE BANK, N.A. (as administrative agent)
<b>Street Address:</b>	120 SOUTH LASALLE STREET
<b>City:</b>	Chicago
<b>State/Country:</b>	ILLINOIS
<b>Postal Code:</b>	60603
<b>Entity Type:</b>	National Banking Association: UNITED STATES

<b>Name:</b>	JPMORGAN CHASE BANK, N.A. (in its individual capacity)
<b>Street Address:</b>	120 SOUTH LASALLE STREET
<b>City:</b>	Chicago
<b>State/Country:</b>	ILLINOIS
<b>Postal Code:</b>	60603
<b>Entity Type:</b>	National Banking Association: UNITED STATES

**PROPERTY NUMBERS Total: 8**

Property Type	Number	Word Mark
Registration Number:	1286265	CLOVERHILL BAKERY
Registration Number:	2235589	BIG TEXAS
Registration Number:	2802871	GLAZED SOFTEE
Registration Number:	2798997	KICKIN' CORNBREAD
Registration Number:	2826132	KICKIN' KORNbread
Registration Number:	2845993	MEGA HONEY BUN
Serial Number:	78669589	CLOVERHILL
Serial Number:	78669718	

CH \$215.00 1286265

CORRESPONDENCE DATA

Fax Number: (312)521-2875  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 312-521-2775  
Email: asacharoff@muchshelist.com  
Correspondent Name: Much Shelist Freed Denenberg Ament & Rub  
Address Line 1: 191 N Wacker Drive, Suite 1800  
Address Line 2: Adam Sacharoff  
Address Line 4: Chicago, ILLINOIS 60606

ATTORNEY DOCKET NUMBER:	0001430.0014
NAME OF SUBMITTER:	Adam K Sacharoff
Signature:	/aks/
Date:	05/30/2006

Total Attachments: 4  
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## **TRADEMARK SECURITY AGREEMENT**

**THIS TRADEMARK SECURITY AGREEMENT**, dated as of May 25, 2006 (the "**Effective Date**"), is entered into by and between JPMORGAN CHASE BANK, N.A., a national banking association, as administrative agent ("**Agent**") for the Lenders under the Credit Agreement (each as defined below), JPMORGAN CHASE BANK, N.A., a national banking association, in its individual capacity ("**Chase**") and CLOVERHILL PASTRY-VEND CORPORATION, a Delaware corporation ("**Borrower**").

**WHEREAS**, Borrower has adopted 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**, Borrower is obligated to the Lenders and to Chase pursuant to a certain Joinder dated the Effective Date (the "**Joinder**"), pursuant to which Borrower became an additional obligor under (a) that certain Credit Agreement dated the Effective Date (as may be amended, modified, restated or supplemented from time to time, the "**Credit Agreement**"), by and among Agent, the lenders party thereto (the "**Lenders**") and Cloverhill Industries, Inc., an Illinois corporation, (b) the other Loan Documents (as such term is defined in the Credit Agreement) and (c) the Reimbursement Agreement (as such term is defined in the Joinder).

**WHEREAS**, pursuant to the Joinder, Borrower is granting to Agent on behalf of the Lenders and to Chase a security interest in the Marks and the registrations and applications therefor.

**NOW, THEREFORE**, for good and valuable consideration, receipt of which is hereby acknowledged, Borrower does hereby assign unto Agent on behalf of the Lenders and to Chase and grants to Agent and to Chase a security interest in and to the Marks and registrations and applications therefor, which security interest shall secure all the Obligations (as defined in the Credit Agreement) and all the Reimbursement Obligations (as defined in the Joinder) in accordance with the terms and provisions thereof.

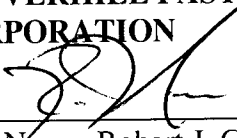
Borrower expressly acknowledges and affirms that the rights and remedies of Agent and Chase with respect to the security interest granted hereby is more fully set forth in the Loan Documents.

[Signature pages follow]

IN WITNESS WHEREOF, this Agreement has been duly executed as of the Effective Date.

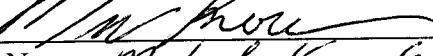
BORROWER:

**CLOVERHILL PASTRY-VEND CORPORATION**

By:   
Print Name: Robert J. Gee  
Title: President

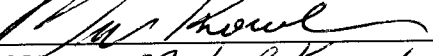
AGENT:

**JPMORGAN CHASE BANK, N.A., as Agent**

By:   
Print Name: Michael Knauer  
Title: Senior V.P.

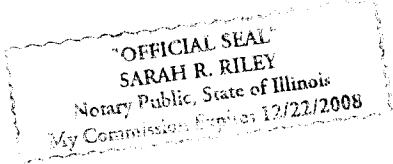
CHASE:

**JPMORGAN CHASE BANK, N.A., individually**

By:   
Print Name: Michael Knauer  
Title: Senior V.P.

STATE OF ILLINOIS )  
 : ss.:  
COUNTY OF COOK )

On this 25<sup>th</sup> day of May, 2006, before me personally came Robert J. Gee, to me known, who, being by me duly sworn, did depose and say that (s)he is the President of **CLOVERHILL PASTRY-VEND CORPORATION**, the company described in and which executed the foregoing instrument; and that (s)he was authorized to sign her/his name thereto on behalf of said company.



*[Handwritten Signature]*  
\_\_\_\_\_  
Notary Public

STATE OF ILLINOIS )  
 : ss.:  
COUNTY OF COOK )

On this 25<sup>th</sup> day of May, 2006, before me personally came Michael Knotts to me known, who, being by me duly sworn, did depose and say that (s)he is Senior V.P. of **JPMorgan Chase Bank, N.A.**, the national banking association described in and which executed the foregoing instrument; and that (s)he signed her/his name thereto on behalf of said association.



*[Handwritten Signature]*  
\_\_\_\_\_  
Notary Public

SCHEDULE A  
To Trademark Security Agreement

**I. UNITED STATES**

**A. U.S. TRADEMARK REGISTRATIONS**

<b>TRADEMARK</b>	<b>REGISTRATION NO.</b>	<b>REGISTRATION DATE</b>
CLOVERHILL	1,286,265	July 17, 1984
BIG TEXAS	2,235,589	March 30, 1999
GLAZED SOFTEE	2,802,871	January 6, 2004
KICKIN' CORNBREAD	2,798,997	December 23, 2003
KICKIN' CORNBREAD	2,826,132	March 23, 2004
MEGA HONEY BUN	2,845,993	May 25, 2004

**B. U.S. TRADEMARK APPLICATIONS**

<b>TRADEMARK</b>	<b>SERIAL NO.</b>	<b>FILING DATE</b>
CLOVERHILL	78669589	July 13, 2005
EDDIE	78669718	July 13, 2005
CLOVERHILL BAKERY		
TWIN TURBOS		
BIG TEXAS BUTTER KRUNCH		

**II. FOREIGN**

**A. FOREIGN TRADEMARK REGISTRATIONS**

None.

**B. FOREIGN TRADEMARK APPLICATIONS**

None.