

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
HEARTLAND GROUP HOLDINGS, LLC		05/24/2012	LIMITED LIABILITY COMPANY: DELAWARE
<b>RECEIVING PARTY DATA</b>			
Name:	U.S. BANK NATIONAL ASSOCIATION, AS AGENT		
Street Address:	800 NICOLLET MALL		
Internal Address:	BC-MN-H04B		
City:	MINNEAPOLIS		
State/Country:	MINNESOTA		
Postal Code:	55402		
Entity Type:	national banking association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 1</b>			
Property Type	Number	Word Mark	
Registration Number:	3754023	HEARTLAND PETROLEUM	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	6129778650		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	612-977-8483		
Email:	sbourdaux@briggs.com		
Correspondent Name:	Sarina Bourdaux, Paralegal		
Address Line 1:	80 South Eighth Street		
Address Line 2:	2200 IDS Center		
Address Line 4:	Minneapolis, MINNESOTA 55402		
ATTORNEY DOCKET NUMBER:	19401.2574		
NAME OF SUBMITTER:	Lyndsay Capeder, Esq.		

CH \$40.00 3754023

Signature:	/LYNDSAY CAPEDE, ESQ./
Date:	06/18/2012
Total Attachments: 2 source=Trademark Notice#page1.tif source=Trademark Notice#page2.tif	

NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Amended and Restated Security Agreement dated as of May 24, 2012 (as the same may hereafter be amended, modified, extended or restated from time to time, the "Security Agreement") from Heartland Group Holdings, LLC, successor by merger to Heartland Petroleum, LLC an Ohio limited liability company ("Grantor") in favor of U.S. BANK NATIONAL ASSOCIATION, a national banking association, in its capacity as administrative agent for the benefit of the Secured Parties defined therein ("Agent"), the Grantor has granted to the Agent a continuing security interest in and continuing lien upon, among other things, the trademarks shown below:

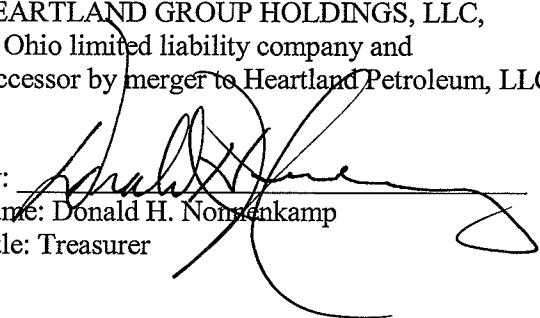
Registration Number	Description of Trademark	Registration Date
3,754,023	HEARTLAND PETROLEUM	3/2/2010

[Remainder of page intentionally left blank;  
Signature page follows]

The Grantor and the Agent hereby acknowledge and agree that the security interest in the foregoing trademarks (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.

Very truly yours,

HEARTLAND GROUP HOLDINGS, LLC,  
an Ohio limited liability company and  
successor by merger to Heartland Petroleum, LLC

By:   
Name: Donald H. Nomenkamp  
Title: Treasurer

Acknowledged and accepted  
as of May 24, 2012:

U.S. BANK NATIONAL ASSOCIATION,  
a national banking association, as Agent

By:   
Julie E. Lovaas  
Vice President

[Signature page to Notice of Grant of Security Interest in Trademarks (HGH)]