

10-02-1998

EET U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

RECO MRD 9.30.98



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Tab settings

To the Honorable Commissioner of Patents

and attached original documents or copy thereof.

1. Name of conveying party(ies):

Agrilink Foods, Inc.

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State - New York, Other

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

3. Nature of conveyance:

MRD 9.30.98

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: Sept 23, 98

2. Name and address of receiving party(ies)

Harris Trust and Savings Bank,

Name: as Agent

Internal Address:

Street Address: 111 West Monroe Street

City: Chicago State: IL ZIP: 60603

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State - Illinois Banking Corporation, 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

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

See attached schedule

B. Trademark Registration No.(s)

See attached schedule

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Federal Research Corp

Internal Address:

Street Address: 400 Seventh St NW

Suite 101

City: Washington State: DC ZIP: 20004

6. Total number of applications and registrations involved: 25

7. Total fee (37 CFR 3.41): \$ 6390.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

10/01/1998 JSR/ARZZ 00000123 73340772

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01 FC:481

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02 FC:482

6350.00 UP

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Nancy A. Zarazua

Name of Person Signing

Nancy A. Zarazua Signature

9/28/98

Date

Total number of pages including cover sheet, attachments, and document: 25

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

TRADEMARK REEL: 1797 FRAME: 0766

**SCHEDULE A-1
TO TRADEMARK COLLATERAL AGREEMENT**

**REGISTERED U.S. TRADEMARKS
AND TRADEMARK APPLICATIONS**

FEDERAL TRADEMARKS OWNED
BY AGRILINK FOODS, INC.

TRADEMARK	APPLN. NO.	APPLN. DATE	REG. NO.	REG. DATE	INT'L CLASS	EFIRST USE ANYWHERE	FIRST USE INTERSTATE	AFFD DATE	RENEWAL DATE	STATUS
FREEDOM COLA **	73/340,772	12-9-81	1,251,304	9-3-83	32	11-5-81	11-5-81	11-11-89		Registered Sec. 8 Accepted
EMPIRE STATE **	73/344,966	1-8-82	1,265,161	1-24-84	29			3-29-90		Registered Sec. 8 & 15 Accepted
BROOKS & FANCIFUL B **	72/187,552	2/27/64	827,236	4-11-67	30	8-19-63	8-19-63		4-11-87	Renewed
ROSE CROIX **	72/235,693	1/3/66	825,395	3-7-67	30	9-17-40	9-17-40		3-7-87	Renewed
PUFF-N-CORN **	73/433,514	7-7-83	1,309,260	12-11-84	30	2-14-80	2-14-80	11-20-90		Registered Sec. 8 & 15 Accepted
CHAMPION **	72/241,164	3-16-66	833,024	8-1-67	29	9-26-39	9-26-39		8-1-87	Renewed
GOLD KING **	73/393,280	9-29-82	1,294,687	9-11-84	29, 30	5-23-69	5-23-69	4-3-91		Registered Sec. 8 & 15 Accepted
NANCY HANKS**	72/253,540	8-31-66	846,358	3-19-68	29	1920	1920		3-19-88	Renewed
SAVOROL **	73/442,771	9-7-83	1,319,655	2-12-85	30	4/48	4/48	5-17-91		Registered Sec. 8 & 15 Accepted
CBX **	73/494,568	8-13-84	1,353,300	8-6-85	39	2-15-84	2-15-84	12-7-91		Registered Sec. 8 & 15 Accepted
LA SUPREMA AUTHENTIC TORTILLA CHIPS	73/504,190	10-17-84	1,659,040	10-01-91	30	7-3-84	7-3-84	12-15-97		Registered Concurrent Use Sec. 8 & 15 Accepted

* Trademarks transferred from Dean Foods Vegetable Company
 ** Current Owner Curtrice-Burns Foods, Inc. Change of Name to Agrilink filed 9/14/98

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TRADEMARK	APPLN. NO.	APPLN. DATE	REG. NO.	REG. DATE	INTL CLASS	FIRST USE ANYWHERE	FIRST USE INTERSTATE	AFFD DATE	RENEWAL DATE	STATUS
LA SUPREMA **	73/504,279	10-17-84	1,496,924	7-19-88	30	7-3-84	7-3-84	1-25-95		Registered Concurrent Use Sec. 8 & 15 Accepted
LA SUPREMA	73/504,308	10-17-84	1,661,845	10-22-91	30	7-3-84	7-3-84	7-23-98		Registered Concurrent Use Sec. 8 & 15 Accepted
BERNSTEIN'S **	73,513,625	12-14-84	1,374,933	12-10-85	29	5-31-81	5-31-81	3-19-92		Registered Sec. 8 & 15 Accepted
BERNSTEIN'S B **	73/513,626	12-14-84	1,374,089	12-3-85	29	5-31-81	5-31-81	5-20-92		Registered Sec. 8 & 15 Accepted
BERNSTEIN **	72/413,769	1-26-72	958,255	5/1/73	29, 30	6-71	6-71		5-1-93	Renewed
CHEESE PLEASERS **	73/530,775	4-5-85	1,595,607	5-8-90	30	12-31-79	12-31-79	6-16-97		Registered Sec. 8 & 15 Accepted
SOUTHERN FARMS **	73/540,518	5-30-85	1,374,102	12-3-85	29	3-1-71	3-1-71	4-6-29		Registered Sec. 8 & 15 Accepted
GRACIAS **	73/542,350	6-11-85	1,381,690	2-4-86	30	2-7-85	2-7-85	4-4-92		Registered Sec. 8 & 15 Accepted
NATURALLY GOOD **	73,544,656	6-24-85	1,393,418	5-13-86	29	10-2-79	10-2-79	5-5-92		Registered Sec. 8 & 15 Accepted
COUNTRY HARVEST **	72,429,171	7-5-72	966,656	8-21-73	30	4-72	4-72		8-21-93	Renewed

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TRADEMARK	APPLN. NO.	APPLN. DATE	REG. NO.	REG. DATE	INTL CLASS	FIRST USE ANYWHERE	FIRST USE INTERSTATE	AFFD DATE	RENEWAL DATE	STATUS
RIVIERA **	72/436,712	9-25-72	964,325	7-17-73	29, 30	5-1-34	5-1-34		7-17-93	Renewed
CORTLAND VALLEY **	73/603,240	6-9-86	1,445,394	6-30-87	29	8-1-85	8-1-85	9-3-93		Registered Sec 8 & 15 Accepted
VICTOR **	73/603,241	6-9-86	1,426,706	1-27-87	29	4-1-85	4-1-85	4-16-93		Registered Sec 8 & 15 Accepted
NALLEY **	72/439,991	11-1-72	971,966	10-30-73	29	7-26-72	7-26-72		10-30-93	Renewed
COLUMBIA **	73/613,810	8-8-86	1,469,232	12-15-87	29	6-26-21	6-6-21	5-6-94		Registered Sec. 8 & 15 Accepted
GARDEN CLASSICS **	73/616,313	8-25-86	1,468,571	12-8-87	31	5-22-86	5-22-86	9-15-94		Registered Sec. 8 & 15 Accepted
IXL **	73/616,314	8-25-86	1,454,512	8-25-87	29	1-11-65	1-11-65	1-11-94		Registered Sec. 8 & 15 Accepted
FLP **	73/616,832	8-26-86	1,467,972	12-8-87	6	4-15-86	4-15-86	8-19-94		Registered Sec. 8 & 15 Accepted
WEST BAY **	72/430,097	2-28-73	974,665	12-11-73	29	8-3-25	8-3-25		12-11-93	Renewed
LA RESTAURANTE **	73/663,219	5-27-87	1,504,147	9-13-88	29, 30	10-1-86	10-1-86	3-8-95		Registered Sec. 8 & 15 Accepted
LA RESTAURANTE **	73/663,233	5-27-87	1,504,148	9-13-88	29, 30	10-1-86	10-1-86	3-9-95		Registered Sec. 8 & 15 Accepted

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JALAPENO HOT **	73/689,111	10-13-87	1,506,717	9-27-88	29	8-31-86	8-31-86	11-14-94		Registered Supplemental Sec. 8 Accepted ³²
COMSTOCK **	73/692,788	10-30-87	1,522,782	1-31-89	29	7-1-71	7-1-71	9-6-95		Registered Sec. 8 & 15 Accepted ³³
HUNGER BLASTER **	73/702,402	12-22-87	1,507,380	10-4-88	29	11-1-87	11-1-87	10-28-94		Registered Sec. 8 & 15 Accepted ³⁴
FRESH CROP **	73/732,820	6-6-88	1,522,833	1-31-89	31	1-13-88	1-13-88	9-19-95		Registered Sec. 8 & 15 Accepted ³⁵
COMSTOCK **	72/003,281	2-24-56	644,523	4-23-57	29	11-6-31	11-6-31		4-23-97	Renewed ³⁶
DXL (STYLIZED)	72/025,861	03/11/57	661,434	05/06/58	29	06/15/56	06/15/56		05/06/78 Renewal Due 5-6-98	Renewed ³⁷
DINETTE	72/027,858	4-10-57	660,617	04-15-58	29	08-1927	08-1927		4-15-78 Renewal due 4-15-98	Renewed ³⁸
HOOSIER SWEETS **	73/788,982	3/27/89	1,606,537	7-17-908	29	9-22-8-8	9-22-88	8-26-96		Registered Sec. 8 & 15 Accepted ³⁹
JUST FOR CHILI **	73/789,052	3/27/89	1,612,205	9-4-90	29	9-22-88	9-22-88	7-8-96		Registered Sec. 8 & 15 Accepted ⁴⁰

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PICCADILLY **	73/820,117	8-17-89	1,589,166	3-27-90	29	6-71	6-71	7-19-96		Registered Sec. 8 & 15 Accepted
RESTAURANT RECIPE **	73/823,611	9-5-89	1,593,215	4-24-90	29	6-18-81	6-18-81	9-28-96		Registered Sec. 8 & 15 Accepted
WILDERNESS **	72/081,008	9-8-89	698,264	5-24-60	29	5-17-50	5-17-50		5-24-80	Renewed
BLEVINS **	73/839,475	11-15-89	1,635,645	2-19-91	31	6-26-43	6-26-43	9-23-96		Registered Sec. 8 & 15 Accepted
THE FLAVOR OF THE GREAT NORTHWEST **	74/000,467	11-16-89	1,632,013	1-15-91	29	4-5-90	4-5-90	10-16-96		Registered Sec. 8 & 15 Accepted
TIM'S CASCADE STYLE POTATO CHIPS **	74/009,374	12-11-89	1,610,682	8-21-90	29	10-29-86	10-29-86	7-26-96		Registered Sec. 8 & 15 Accepted
CHEESE FANTISTICO! **	74/055,888	5-4-90	1,644,523	5-14-91	29	12-87	12-87	9-17-96		Registered Sec. 8 & 15 Accepted
ASIAN ALMOND (STYLIZED) *	74/182,531	7-5-91	1,773,775	5-25-93	29	12-23-91	12-23-91	5-25-98	5-25-2003	Registered
BIRDS EYE *	72/019,133	11-13-56	664,141	7-8-58	29, 32	2-15-30	2-15-30		7-8-98	Renewed
BIRDS EYE *	74/676,400	5-18-95	1,980,895	6-18-96	29, 30	4-95	4-95	6-18-2001		Registered
BIRDS EYE-ITU *	75/153,333	8-20-96	2,135,055	2-3-98	29	7-15-97	7-15-97	2-3-2004		Registered
BIRDS EYE AND DESIGN *	73/367,265	6-1-82	1,261,056	12-13-83	29	11-10-81	11-10-81	2-13-90	12-13-2003	Registered

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BIRDS EYE AND DESIGN *	74/171,565	5-30-91	1,770,850	5-11-93	30	6-26-92	6-26-92	5-11-98	5-11-2003	Registered
BIRDS EYE AND DESIGN *	82/019,134	11-13-56	664,142	7-08-58	29, 32	2-15-30	2-13-30		7-8-98 Next renewal 7-8-2008	Renewed
BIRDS EYE AND DESIGN *	74/693,845	6-26-95	1,982,485	6-25-96	39, 30	4-95	4-95	6-25-2001	6-25-2006	Registered
BIRDS EYE AND DESIGN *	71/301,023	5/22/50	284,641	7-7-31	29	2-15-30	2-15-30		7-7-91 Next renewal 7-7-2001	Renewed
BIRDS EYE AND DESIGN *	72/441,370	11-16-72	967,744	9-4-73	32	10-15-63	10-15-63		9-4-93 Next Renewal 9-4-2003	Renewed
BIRDS EYE AND DESIGN *	72/285,538	11-24-67	856,127	9-3-68	29, 30	11-29-65	11-29-65		9-3-88 Next renewal 9-3-2008	Renewed
BIRDS EYE AND DESIGN *	75/178,904	10-9-96	2,137,971	2-17-98	29	7-15-97	7-15-97	2-17-2003	2-17-2008	Registered
EASY RECIPE *	74/420,480	7-28-93	1,874,021	1-17-95	29	8-91	9-91	1-17-2000	1-17-2005	Registered
F DESIGN *	74/366,832	3-11-93	1,810,940	12-14-93	29	10-83	10-83	12-14-98	12-14-2003	Registered
FRIO & DESIGN *	74/367,009*	3-11-93	1,812,290	12-21-93	29	10-83	10-83	12-21-98	12-21-2003	Registered
LITTLE EARS *	73/003,579	1-15-73	1,000,393	12-24-74	29	11-7-72	11-7-72		12-24-94 Next Renewal 12-24-2004	Registered Supplemental
HALEY'S **	72/214,643	3-22-65	803,516	2-8-66	29	1-30	1-30		2-8-86	Renewed
HONEY SWEET **	72/235,692	1-3-66	828,287	5-2-67	29	10-14-40	10-14-40		5-2-87	Renewed
APPLE-KEG **	71/444,667	6-19-41	391,684	11-18-41	32	4-10-41	4-10-41		11-18-81	Renewed

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THANK YOU **	72/242,624	4-4-66	831,933	7-11-67	30	3-9-66	3-9-66		7-11-87	Renewed
WEST BAY **	72/254,952	9-22-66	838,014	10-31-67	29	8-3-25	8-3-25		10-31-87	Renewed
CB (Stylized) **	72/291,362	2-19-68	885,123	1-27-70	29, 32	12-14-67	12-14-67		1-27-90	Renewed
BERNSTEIN **	72/292,837	3-11-68	859,414	10-29-68	29	1910	7-15-60		10-29-88	Renewed
COL-R-CORN **	72/300,330	6-13-68	911,238	4-13-71	31	11-1-50	11-1-50		4-13-91	Renewed
CHILL-RIPE **	71/557,746	5-23-48	560,051	6-17-52	29	6-1-42	6-1-42		6-17-92	Renewed
BIG CHUNK **	72/437,946	10-10-72	982,708	4-23-74	29	7-26-72	7-26-72		4-23-94	Renewed
COLUMBIA RIVER	74/078,482	07/16/90	1,701,959	07/21/92	29	04/04/90	04/04/90	07/21/98 - Due	07/21/02	Registered
OREGON COAST	74/078,925	07/16/90	1,688,568	05/19/92	29	04/04/90	04/04/90	05/19/98 - Due	05/19/02	Registered
BROOKS **	74/083,171	7-30-90	1,752,721	2-16-93	29, 30, 32	Cl. 29 9-50 Cl. 30 9-15-88 Cl. 32 9-60	Cl. 29 9-50 Cl. 30 9-15-88 Cl. 32 9-60	2-16-99 Due		Registered
B DESIGN **	74/083,174	7-30-90	1,752,722	2-16-93	29, 30 32	Cl. 29 9-60 Cl. 30 9-15-88 Cl. 32 9-60	Cl. 29 9-60 Cl. 30 9-15-88 Cl. 32 9-60	2-16-98 Due		Registered
THE FLAVOR OF THE GREAT NORTHWEST **	74/084,727	8-3-90	1,917,068	9-5-95	29, 30	9-92	9-92			Registered
NALLEY **	74/084,730	8-3-90	1,901,279	6-20-95	29	9-92	9-92			Registered
COUNTRY HARVEST **	72/460,210	6-14-73	990,950	8-13-74	31	3-73	3-73		8-13-94	Renewed
BLUE BOY **	72/461,102	6-22-73	989,064	7-23-74	32	5-1-72	6-12-72		7-23-94	Renewed

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ADAMS NO-STIR **	74/108,057	10-22-90	1,753,334	2-16-93	29	8-12-92	9-8-92	Due 2-16-99		Registered
DOLLY MADISON **	71/221,247	10-5-25	213,414	5-25-26	29	1924	1924		5-25-86	Renewed
WEST BAY **	71/235,001	7-23-26	220,524	11-9-26	29	8-3-25	8-3-25		11-9-86	Renewed
THANK YOU **	71/435,466	8-28-40	384,355	1-14-41	29	6-12	6-12		1-14-81	Renewed
ADAMS	74/189,081	07/29/91	1,718,416	09-22-92	29	1919	06-1966		09/22/02	Registered
LIGHT FANTASTIC	74/190,239	07/29/91	1,713,951	09-08-92	29	10-18-90	10-18-90	09/08'98 - Due	09/08/02	Registered
HEART OF THE EAR **	74/191,677	8-5-91	1,760,754	3-23-93	31	10-8-91	10-8-91			Registered
JALAPENO HOT (STYLIZED)	74/209,484	10/04/91	1,727,878	10/27/92	29	08/31/86	08/31/86	10/27/98 Due	10/27/02	Registered - Section 2(F)
DIXIANA **	74/211,847	10-15-91	1,707,020	8-11-92	29, 31	Cl. 29 1944 Cl. 31 1933	Cl. 29 1944 Cl. 31 1933	8-11-98 Due		Registered
DESIGN ONLY	74/215,506	10/26/91	1,735,056	11/24/92	29	10/29/86	10/29/86	11/24/98 - Due	11-24-02	Registered
BLEVINS BEE HIVE HYBRID POPCORN 1ST STATE FAIR **	71/562,909	8-6-48	531,687	10-10-50	30	6-26-43	6-26-43		10-10-90	Renewed
LUMBERJACK **	71/573,673	2-10-49	552,150	12-18-51	30	9-26-33	9-26-33		12-18-91	Renewed
THANK YOU **	71/653,984	9-30-53	592,509	7-13-54	29	6-1912	6-1912		7-13-94	Renewed
VINE TO BRINE IN 24 HOURS **	74/278,731	5-26-92	1,744,699	1-5-93	29, 30	7-91	7-91			Registered
THE CRUNCHIER PICKLE **	74/278,747	5-26-92	1,774,787	6-1-93	29	7-91	7-91			Registered Supplemental
HUSMAN'S **	72/112,259	1-23-61	726,777	1-23-62	29, 30	1935	1935		1-23-82	Renewed

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LA RESTAURANTE **	74/318,525	9-29-92	1,776,669	6-15-93	29	11-91	11-91			Registered
THANK YOU (Stylized) **	72/140,967	3-28-62	749,255	5-7-63	30	7-5-58	7-7-58	Sec. 8 Filed	5-7-83	Renewed
R (Stylized) **	72/201,236	9-3-64	798,867	11-16-65	29, 30, 32	10-62	10-62		11-16-85	Renewed
BIG-POP **	74/345,574	1-4-93	1,802,234	11-2-93	31	9-9-92	9-9-92			Registered
NALLEY **	74/346,567	1-8-93	1,797,996	10-12-93	29, 30	1985	1985			Registered
POPS-RITE **	74/370,452	3-22-93	1,809,437	12-7-93	30, 31	Cl. 30 1976 Cl. 31 1943	Cl. 30 1976 Cl. 31 1943			Registered
SPICY HOLIDAY **	74/372,213	3-25-93	1,826,513	3-15-94	30	12-7-92	12-7-92			Registered
KRISPOP **	72/293,299	3-14-68	864,324	1-28-69	31	10-57	10-57		1-28-89	Renewed
SAVOROL **	74/382,986	4-22-93	1,819,100	2-1-94	29	5-10-93	5-10-93			Registered
VEG-CREST **	72/306,402	8-30-68	876,152	9-2-69	32	8-54	8-54		9-2-89	Renewed
RIVIERA **	74/416,317	7-22-93	1,830,459	4-12-94	29	1973	1973			Registered
THE FLAVOR OF THE GREAT NORTHWEST **	74/416,318	7-22-93	1,856,860	10-4-94	29, 30	Cl. 29 7-91 Cl. 30 8-4-90	Cl. 29 8-91 Cl. 30 8-4-90			Registered
CHILI DOG CHILI **	74/416,479	7-26-93	1,900,237	6-13-95	29	9-30-93	9-30-93			Registered
GRACIAS **	74/427,104	8-20-93	1,888,641	4-11-95	29, 30	2-7-85	2-7-85			Registered
WHERE OTHERS SKIMP, WE SPLURGE **	74/440,671	9-27-93	1,846,888	7-26-94	30	1987	1987			Registered
WE SPLURGE **	74/440,672	9-27-93	1,845,805	7-19-94	30	1987	1987			Registered

* Trademarks transferred from Dean Foods Vegetable Company
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FEDERAL TRADEMARKS OWNED
BY AGRILINK FOODS, INC.

TRADEMARK	APPLN. NO.	APPLN. DATE	REG. NO.	REG. DATE	INTL CLASS	FIRST USE ANYWHERE	FIRST USE INTERSTATE	AFFD DATE	RENEWAL DATE	STATUS
DESIGN ONLY (Fork) **	74/448,215	10-18-93	1,885,116	3-21-95	29, 30, 31	Cl. 29 3-88 Cl. 30 1-88 Cl. 31 6-88	Cl. 29 3-88 Cl. 30 1-88 Cl. 31 6-88			Registered
SUPERBA **	74/452,922	11-1-93	1,922,280	9-26-95	30	10-15-93	10-15-93			Registered
BIG POP **	72/380,291	1-6-71	935,436	6-6-72	31	4-1-60	4-1-60			Registered
COLUMBIA **	74/549,501	7-11-94	1,940,703	12-12-95	30	7-85	7-85			Registered
COLUMBIA **	74/549,588	7-11-94	1,927,572	10-17-95	30	11-92	11-92			Registered
DESIGN ONLY (Boy) **	72/029,801	5-10-57	679,704	6-2-59	29, 32	1-20-45	12-16-54		6-2-79	Renewed
L.A. RESTAURANTE **	74/563,119	8-19-94	1,923,925	10-3-95	30	10-1-87	10-1-87			Registered
NATURALLY GOOD **	74/802,193	7-6-92	1,900,052	6-13-95	30	6-94	6-94			Registered
FARMAN'S **	74/570,069	9-6-94	2,048,573	4-1-97	29	1944	1944			Registered
CRANBERRY CLASSICS **	74/571,157	9-8-94	1,980,212	6-11-96	29	10-94	9-95			Registered
DESIGN ONLY (pickle) **	74/571,333	9-8-94	1,927,769	10-17-95	29	1979	1979			Registered
CBCO (Design, girl on label) **	71/393,941	6-11-37	352,970	12-21-37	30	1916	1916		12-21-77	Renewed
DESIGN ONLY (Girl on Chair) **	71/393,942	6-11-37	352,971	12-21-37	30	1916	1916		12-21-77	Renewed
BOONE COUNTY **	72/037,137	9-13-57	677,795	4-28-59	29, 30	1916	1916		4-28-79	Renewed
DINER	72/038,257	10/03/57	664,168	07/08/58	29, 30	10/01/27	10/01/27		10/8/78	Renewed
COMSTOCK **	71/532,563	8-27-47	533,545	11-21-50	29	11-6-31	11-6-31		11-21-90	Renewed
TANG **	71/534,324	9-12-47	572,441	3-24-53	29	2-35	2-35		3-24-93	Renewed
FAJITA SUPERBA **	74/653,547	3-3-95	1,961,895	3-12-96	30	10-93	10-93			Registered

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FEDERAL TRADEMARKS OWNED
BY AGRILINK FOODS, INC.

TRADEMARK	APPLN. NO.	APPLN. DATE	REG. NO.	REG. DATE	INTL CLASS	FIRST USE ANYWHERE	FIRST USE INTERSTATE	AFFD DATE	RENEWAL DATE	STATUS
BROOKS **	71/554,171	4-8-48	532,325	10-24-50	29, 30	6-1912	6-1912		10-24-90	Renewed
POPS-RITE **	71/562,823	8-5-48	571,162	3-3-53	30, 31	11-5-43	11-5-43		3-3-93	Renewed
SILVER FLOSS **	71/587,256	11-3-49	547,472	9-4-51	29, 32	10-1-07	10-1-07		9-4-91	Renewed
WILDERNESS **	71/598,958	6-12-50	546,070	7-31-51	29	5-17-50	5-17-50		7-31-91	Renewed
TANG **	72/043,194	12-30-57	679,714	6-2-59	29	2-1935	2-1935		6-2-79	Renewed
SNACK BUDDIES **	74/698,746	7-10-95	2,001,035	9-17-96	29	12-06-95	12-06-95			Registered
SANDWICH SLICERS **	74/698,747	7-10-95	2,042,766	3-11-97	29	12-95	12-95			Registered
MAKIN' IT EASY **	74/701,468	7-14-95	2,084,587	7-29-97	29, 30	7-96	7-96			Registered
THE KING PICKLE **	74/706,490	7-27-95	2,071,076	6-17-97	29, 30	1979	1979			Registered
WINE COUNTRY **	74/707,848	7-28-95	1,995,261	8-20-96	30	11-94	11-94			Registered
BETTY ZANE **	71/630,365	5-27-52	572,104	3-17-53	30	11-01-34	11-01-34		3-17-93	Renewed
DELI SPEARS **	74/730,388	9-18-95	2,122,502	12-16-97	29	11-95	11-95			Registered Supplemental
SLICERS **	74/730,389	9-18-95	2,095,745	9-09-97	29	10-1-96	10-1-96			Registered
MUNCHERS **	74/730,445	9-18-95	2,008,115	10-15-96	29	11-95	11-95			Registered
DESIGN ONLY (Pickle) **	74/730,662	9-18-95	2,074,987	7-1-97	29	9-95	9-95			Registered
DESIGN ONLY (Pickle) **	74/730,671	9-18-95	2,076,830	7-8-97	29	9-95	9-95			Registered
TANG	75/022,592	11-20-95	2,152,807	4-21-98	30	2-35	2-35			Registered
REAL APPLE CINNAMON TOPPERS	75/058,841	2-16-96	2,188,132	9-08-98	29	3-4-98	3-4-98			Registered

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FEDERAL TRADEMARKS OWNED
BY AGRILINK FOODS, INC.

TRADEMARK	APPLN. NO.	APPLN. DATE	REG. NO.	REG. DATE	INTL CLASS	FIRST USE ANYWHERE	FIRST USE INTERSTATE	AFFD DATE	RENEWAL DATE	STATUS
REAL BLUEBERRY TOPPERS	75/058,843	02/16/96	2,169,981	06/30/98	29	03/04/98	03/04/98	06/30/04 - Due	06/30/08	Registered
REAL CHERRY TOPPERS	75/058,845	02/16/96	2,171,633	07/07/98	29	03/04/98	03/04/98	07/07/04 - Due	07/04/08	Registered
REAL STRAWBERRY TOPPERS	75/058,844	02/16/96	2,169,982	06/30/98	29	03/04/98	03/04/98	06/30/04 - Due	06/30/08	Rrgistered
HERB GARDEN	75/101,175	05/09/96	2,173,525	07/14/98	30	08/1997	08/1997	07/14/04 - Due	07/14/08	Registered
NALLEY **	73/021,702	5-17-74	1,015,887	7-15-75	29, 30	Cl. 29 7-26-72 Cl. 30 12-1-73	Cl. 29 7-26-72 Cl. 30 12-1-73		7-15-95	Renewed
NATURALLY GOOD **	75/136,819	7-19-96	2,108,628	10-28-97	30	6-94	6-94			Registered
THE CRUNCHIER PICKLE **	75/153,121	8-20-96	2,089,222	8-19-97	29	7-91	7-91			Registered
THANK YOU **	73/032,739	9-23-74	1,022,766	10-14-75	29	5-18-73	5-18-73		10-14-95	Renewed
EMPIRE STATE **	73/049,700	4-17-75	1,034,423	2-24-76	29	1982	1982	2-9-82	2-24-96	Renewed
CURTICE **	71/016,197	1-15-06	56,714	10-16-06	29	6-1887	6-1887		10-16-86	Renewed
TIM'S CASCADE **	75/221,295	1-6-97	2,132,331	1-27-98	29, 30	Cl. 29 6-87 Cl. 30 11-86	Cl. 29 6-87 Cl. 30 11-86			Registered
BONNY LASS **	71/221,246	10-5-25	216,389	8-10-26	29	6-15-20	6-15-20		8-10-86	Renewed
BANQUET **	75/247,255	2-20-97	2,130,601	1-20-98	29	1943	1943			Registered
RUSTIC **	71/434,755	8-7-40	385,986	3-25-41	29, 32	8-12-20	8-12-20		3-25-81	Renewed

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FEDERAL TRADEMARKS OWNED
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TRADEMARK	APPLN. NO.	APPLN. DATE	REG. NO.	REG. DATE	INTL CLASS	FIRST USE ANYWHERE	FIRST USE INTERSTATE	AFFD DATE	RENEWAL DATE	STATUS
CLIMBER M (Stylized) **	71/435,464	8-28-40	384,226	1-7-41	29	8-12-20	8-12-20		1-7-81	Renewed
COUNTRY CAFE **	75/266,205	3-31-97	2,171,064	7-7-98	30	10-95	10-95			Registered
COMSTOCK (Stylized) **	75/304,746	6-6-97	2,162,115	6-2-98	29	9-87	9-87			Registered
APPLE.KEG **	73/055,249	6-16-75	1,055,218	12-28-76	29	5-30-74	5-30-74	3-22-82	12-28-96	Renewed
NALLEY'S DIET-EZE **	72/074,240	5-21-59	705,657	10-11-60	5	2-02-59	2-02-59		10-11-80	Renewed
WILDERNESS **	72/075,646	6-12-59	708,158	12-6-60	29, 30	5-17-50	5-17-50		12-6-80	Renewed
MAINZERS **	73/065,550	10-10-75	1,060,421	4-1-77	29, 30	1920	1920	11-22-82	3-1-97	Renewed
GLOBE **	73/065,552	10-10-75	1,060,422	3-1-77	29, 30	1939	1939	11-22-82	3-1-97	Renewed
FRU-D-LITE **	73/065,553	10-10-75	1,039,344	5-11-76	29	4-30-43	4-30-43	5-3-82	5-11-96	Renewed
METRO **	73/065,554	10-10-75	1,055,685	1-4-77	29, 30	1946	1946	4-27-82	1-4-97	Renewed
WEST BAY **	73/078,702	3-1-76	1,054,424	12-14-76	29, 32	Cl. 29 12-72 Cl. 32 5-75	Cl. 29 12-72 Cl. 32 5-75	9-13-82	12-14-96	Renewed
CATO **	72/089,896	1-29-60	707,020	11-8-60	29	1918	1918	6-10-66	11-8-80	Renewed
SUPERPOP **	73/100,501	9-20-76	1,064,986	5-3-77	31	8-27-76	8-27-76	10-25-82	5-3-97	Renewed
SNYDERS OF BERLIN **	73/114,964	2-7-77	1,144,391	12-23-80	29, 30	11-70	11-70	5-4-87		Registered Sec. 8 & 15 Accepted
LECTRA POP	73/126,044	05/10/77	1,093,364	06/13/78	31	04/20/77	04/20/77		06/13/98 Due	Renewed
LECTRIC POP	73/126,057	05/10/77	1,093,365	06/13/78	31	04/20/77	04/20/77		06/13/98 Due	Renewed

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FEDERAL TRADEMARKS OWNED
BY AGRILINK FOODS, INC.

TRADEMARK	APPLN. NO.	APPLN. DATE	REG. NO.	REG. DATE	INTL CLASS	FIRST USE ANYWHERE	FIRST USE INTERSTATE	AFFD DATE	RENEWAL DATE	STATUS
BIG CHUNK	73/136,127	08/01/77	1,087,410	03/14/78	29	07/26/72	07/26/72	12/30/83	03/14/08	Renewed
GREENWOOD **	72/098,471	6-6-60	713,937	4-11-61	29	1950	1950		4-11-81	Renewed
COUNTRY VILLAGE	73/145,987	10/25/77	1,092,434	05/30/78	30	01/29/73	01/29/73		05/30/99 Due	Renewed
DANIEL BOONE **	72/099,112	6-15-60	716,233	5-30-61	30	10-10-58	10-10-58		5-30-81	Renewed
ADAMS (Stylized) **	73/157,149	1-31-78	1,138,496	8-5-80	29	6-66	6-66	4-4-87-6		Registered Sec. 8 & 15 Accepted
MENNER'S **	73/172,265	5-30-78	1,113,276	2-13-79	30	11-18-47	11-18-47	2-22-85		Registered Sec. 8 & 15 Accepted
SOUTHERN FARMS **	73/173,155	6-5-78	1,120,125	6-12-79	29	3-1-71	3-1-71	5-21-85		Registered Sec. 8 & 15 Accepted
TOPS **	73/182,042	8-14-78	1,131,432	2-26-80	29			5-28-86		Registered Sec. 8 Accepted
MAGIC BLEND **	73/184,077	8-31-78	1,121,950	7-10-79	29	1-26-76	1-26-76	2-22-85		Registered Sec. 8 & 15 Accepted
MARKIT (Stylized) **	73/185,801	9-15-78	1,131,908	3-11-80	29	1969	1969	5-19-86		Registered Sec. 8 Accepted
IF IT'S NALLEY'S ITS GOOD **	73/198,337	12-28-78	1,139,700	9-16-80	29	11-24-76	11-24-76	1-7-87		Registered Sec. 8 Accepted
GOLD KING **	72/114,037	2-20-61	722,665	10-10-61	29	9-23-56	9-23-56		10-10-81	Renewed

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TRADEMARK	APPLN. NO.	APPLN. DATE	REG. NO.	REG. DATE	INTL CLASS	FIRST USE ANYWHERE	FIRST USE INTERSTATE	AFFD DATE	RENEWAL DATE	STATUS
PEXIE **	73/221,363	6-27-79	1,176,391	11-3-81	29, 30	11-1-48	12-1-48	5-7-87		Registered Sec. 8 & 15 Accepted
SILVER FLOSS (Stylized) **	73/231,123	9-13-79	1,151,153	4-14-81	29	1-29-69	1-31-69	8-13-87		Registered Sec. 8 & 15 Accepted
FRUIT COUNTRY **	73/232,543	9-24-79	1,220,200	12-14-82	30	6-6-79	606079	3-20-89		Registered Sec. 8 Accepted
DESIGN ONLY (Peter Pan) **	73/234,082	10-5-79	1,164,796	8-11-81	29, 30	1948	1948	6-2-87		Registered Sec. 8 & 15 Accepted
BUTTERFLAKE **	73/267,686	6-24-80	1,236,623	5-3-83	31	1932	1932	6-12-89		Registered Sec. 8 & 15 Accepted
MARINERS COVE **	73/277,074	9-8-80	1,174,418	10-20-81	29	7-79	7-79	2-22-89		Registered Sec. 8 & 15 Accepted
THANK YOU **	73/300,126	3-9-81	1,188,837	2-2-82	29	2-11-81	2-11-81	3-24-88		Registered Sec. 8 & 15 Accepted
CORN PLEEZERS **	72/139,427	3-8-62	746,301	3-5-63	30	12-15-61	12-15-61		3-5-83	Renewed
THANK YOU M (Stylized) **	72/141,200	3-30-62	746,304	3-5-63	29, 32	7-5-58	7-7-58		3-5-83	Renewed
WILDERNESS **	73/331,529	10-7-81	1,217,727	11-23-82	29	5-17-50	5-17-50	2-21-89		Registered Sec. 8 & 15 Accepted
RESTAURANT RECIPE **	73/333,171	10-19-81	1,249,163	8-23-83	29	6-18-81	6-18-81	9-20-89		Registered Sec. 8 & 15 Accepted

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TRADEMARK	APPLN. NO.	APPLN. DATE	REG. NO.	REG. DATE	INTL CLASS	FIRST USE ANYWHERE	FIRST USE INTERSTATE	AFFD DATE	RENEWAL DATE	STATUS
COLUMBIA **	71/632,504	7-14-52	590,082	5-18-54	29	6-26-21	6-26-21		5-8-94	Renewed Supplemental
MANCHESTER **	72/152,106	8-28-62	753,805	7-30-63	29	7-52	7-52		7-30-83	Renewed
TROPIC ISLE (Stylized) **	73/218,693	6-7-79	1,276,456	5-1-84	31	11-15-53	1954	5-3-90		Registered Sec. 8 & 15 Accepted
QUE PASA	74/539,425	06/20/94			30	ITU				5th Extension Granted
REFRITOS DEL SOL	74/603,044	11/25/94			29	ITU				2nd Extension Granted
QUICK 'N LIGHT	74/655,180	04/03/95			30	ITU				3rd Extension Granted
REAL PINEAPPLE TOPPERS	75/058,840	02/16/96			29	ITU				2nd Extension Granted
REAL PEACH TOPPERS	75/058,842	02/16/96			29	ITU				2nd Extension Granted
SIXPENCE	75/128,990	07/02/96			29	02/24/98	02/24/98			Published
REAL RASPBERRY TOPPERS	75/058,846	02/16/96			29	ITU				2nd Extension Granted
PICANTE DEL SOL	75/173,879	09/30/96			30	ITU				Pending - Suspension Letter Mailed
MATTHEWS **	75/342,719	8-18-97			29	3-22-96	3-22-96			Pending Non-Final Action mailed

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TRADEMARK	APPLN. NO.	APPLN. DATE	REG. NO.	REG. DATE	INTL CLASS	FIRST USE ANYWHERE	FIRST USE INTERSTATE	AFFD DATE	RENEWAL DATE	STATUS
ANY TIME *	73/560,753	9-30-85	1,420,280	12-9-86	29	1935	1935	5-19-92		Registered Sec. 8 & 15 Accepted
BORDER BLASTERS *	75/021,880	11-20-95	2,078,057	7-8-97	29	12-8-95	2-11-97			Registered
DINNER MAKEOVER *	75/077,580	3-25-96	2,096,811	9-16-97	29	9-95	9-95			Registered
FAMILY RECIPE *	75/089,655	4-17-96	2,071,490	6-17-97	29	9-1-96	9-1-96			Registered
FOIL-LOCK PROTECTS FLAVOR & DESIGN *	75/077,866	3-25-96	2,115,223	11-25-97	29	3-11-96	3-11-96			Registered
FRESHLIKE *	72/074,425	5-25-59	700,259	6-28-60	29	5-9-34	5-9-34		6-28-80	Renewed
FRESHLIKE *	74/044,005	3-30-90	1,630,214	1-10-91	29	11-86	11-86	9-23-96		Registered Sec. 8 & 15 Accepted
FRESHLIKE PASTA COMBOS *	74/651,296	3-24-95	2,020,238	12-3-96	29	7-22-95	7-22-95			Registered
FRESHLIKE PASTA COMBOS (Stylized) *	74/655,478	4-3-95	2,009,560	10-22-96	29	7-22-95	7-22-95			Registered
FRESHLIKE (Stylized) *	72/296,029	4-19-68	872,271	7-1-69	29	3-25-68	3-25-68		7-1-89	Renewed
FRESHLIKE F * DESIGN *	73/521,549	2-11-85	1,364,719	10-8-85	29	9-14-84	9-14-84	2-4-91		Registered Sec. 8 & 15 Accepted
FRESH-LITE *	73/387,802	9-23-82	1,269,405	3-6-84	29	7-16-82	7-16-82	9-15-89		Registered Sec. 8 & 15 Accepted
FRESH-TASTE *	73/388,021	9-23-82	1,271,985	3-27-84	29	4-17-38	4-17-38	10-27-89		Registered Sec. 8 & 15 Accepted

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GOLD COAST *	73/561,445	9-30-85	1,413,520	10-14-86	29	1974	1974	3-16-92		Registered Sec. 8 & 15 Accepted
GREEN BAY (Stylized) *	71/360,230	1-14-35	325,372	6-18-35	29	1-1-1894	1-1-1894		6-18-95	Renewed
KING KORN *	72/333,020	3-4-70	918,632	8-17-71	29	10-31-41	10-31-41		8-17-91	Renewed
LARSEN (Stylized) *	71/624,037	1-24-52	564,768	9-30-52	29	1-2-1893	1-2-1893		9-30-92	Renewed
LARSEN *	72/074,427	5-25-59	692,529	2-2-61	29	1-2-1893	1-2-1893		2-2-80	Renewed
OLD FASHIONED ITALIANO *	73/175,051	6-19-78	1,197,083	6-1-82	29	3-20-78	3-20-78	9-24-88 Sec. 8		Registered Supplemental
PASTA COMBOS *	75/209,003	12-5-96			29	7-22-95	7-22-95			Pending Final Refusal Mailed
PASTA SECRETS *	74/653,280	3-29-95	2,000,418	9-10-96	29	7-26-95	7-26-95			Registered
RANCHO FIESTA *	73/615,013	8-15-86	1,435,860	4-7-87	29	11-1-80	12-15-80	9-29-92		Registered Sec. 8 & 15 Accepted
RANCHO FIESTA STYLE & DESIGN *	73/485,722	6-18-84	1,386,171	3-11-86	29	11-1-80	12-15-80	9-3-91		Registered Sec. 8 & 15 Accepted
RED LODGE & DESIGN *	73/794,528	4-20-89	1,616,880	10-9-90	29	1-1-63	1-1-63	9-19-96		Registered Sec. 8 & 15 Accepted
SIDE ORDER SAMPLER *	74/211,608	10-8-91	1,796,026	9-28-93	30	11-16-92	11-16-92			Registered
SIDE ORDERS *	75/215,854	12-19-96			29					Allowed-ITU 1st Ext. Filed

* Trademarks transferred from Dean Foods Vegetable Company
** Current Owner Curtice-Burns Foods, Inc. Change of Name to Agrilink filed 9/14/98

FEDERAL TRADEMARKS OWNED
BY AGRILINK FOODS, INC.

TRADEMARK	APPLN. NO.	APPLN. DATE	REG. NO.	REG. DATE	INT'L CLASS	FIRST USE ANYWHERE	FIRST USE INTERSTATE	AFFD DATE	RENEWAL DATE	STATUS
TABLE PRIDE *	73/560,866	9-30-85	1,394,230	5-20-86	29	3-23-54	3-23-54	10-21-91		Registered Sec. 8 & 15 Accepted
THE FRESH LOOK FOR VEGETABLES *	75/077,692	3-25-96	2,098,838	9-23-97	29	9-95	9-95			Registered
TOY TOWN *	72/074,426	5-25-59	692,528	2-2-60	29	5-28-25	5-28-25		2-2-80	Renewed
VEG-ALL *	74/147,684	3-14-91	1,670,404	12-31-91	29	1933	1933	3-14-97		Registered Sec. 8 & 15 Accepted
VEG-ALL *	73/388,044	9-23-82	1,274,455	4-17-84	29	7-16-82	8-31-82	9-16-89		Registered Sec. 8 & 15 Accepted
VEG-ALL (Stylized) *	72/296,027	4-19-68	866,525	3-11-69	29	3-25-68	3-25-68		3-11-89	Renewed
VOILA ! *	75/401,271	12-8-97			29					Pending-ITU Non-Final Action Mailed
MICRO QWIK*	73/579,134	1-23-86	1,438,084	4-28-87					4-28-2007	Affidavit Accepted
ORIENTAL BASICS*	74/482,289	1-20-94	2,032,498	1-21-97	29	5-9-95	5-9-95	1-21-2002	1-21-2007	Registered
SOUTHLAND*	72/312,404	11-18-68	873,169	7-15-69	29	1-1-44	1-1-44		7-15-2009	Assigned
SOUTHLAND & DESIGN*	72/312,405	11-18-68	873,170	7-15-69	29	7-1-58	7-1-58		7-15-2009	Assigned
BIG CHUNK**	73/178,145	7-14-78	1,138,862	8-19-80	29	5-24-73	5-24-73			
WILDERNESS**	73/221,834	7-2-79	1,171,523	9-29-81	32	5-20-78	5-20-78			
JALAPENO HOT**	74/209,484	10-4-91	1,727,878	10-27-92	29	8-31-86	8-31-86			

* Trademarks transferred from Dean Foods Vegetable Company
 ** Current Owner Curtice-Burns Foods, Inc. Change of Name to Agrilink filed 9/14/98

**SCHEDULE A-2
TO TRADEMARK COLLATERAL AGREEMENT**

TRADEMARK LICENSES

License from King Syndicate to use the trademark "Popeye" in North America in the sale of popcorn

TRADEMARK COLLATERAL AGREEMENT

This 23rd day of September, 1998, Agrilink Foods, Inc., a New York corporation ("*Pledgor*") with its principal place of business and mailing address at 90 Linden Place, Rochester, New York 14625, in consideration of ten dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, assigns, mortgages and pledges to Harris Trust and Savings Bank, an Illinois banking corporation with its mailing address at 111 West Monroe Street, Chicago, Illinois 60690 ("*Harris*"), acting as agent hereunder for the Secured Creditors identified and defined in the Security Agreement described below (Harris acting as such agent and any successor or successors to Harris acting in such capacity being hereinafter referred to as the "*Agent*"), and grants to Agent a continuing security interest in, the following property:

(i) Each trademark, trademark registration and trademark application listed on Schedule A-1 hereto, and all of the goodwill of the business connected with the use of, and symbolized by, each such trademark, trademark registration and trademark application; and

(ii) Each trademark license listed on Schedule A-2 hereto and all royalties and other sums due or to become due under or in respect of each such trademark license, together with the right to sue for and collect all such royalties and other sums; and

(iii) All proceeds of the foregoing, including without limitation any claim by Pledgor against third parties for damages by reason of past, present or future infringement of any trademark or trademark registration listed on Schedule A-1 hereto or of any trademark licensed under a trademark license listed on Schedule A-2 or by reason of injury to the goodwill associated with any such trademark, trademark registration or trademark license, in each case together with the right to sue for and collect said damages;

to secure performance of all Obligations as defined in that certain Security Agreement Re: Intellectual Property bearing even date herewith between Pledgor and the Agent (the "*Security Agreement*"). Notwithstanding anything herein to the contrary, this Trademark Collateral Agreement shall not operate as a sale, transfer, conveyance or other assignment to Agent of any applications by Pledgor for a Trademark based on an intent to use the same if and so long as such application is pending and not matured into a registered Trademark (such pending applications which are based on intent to use being hereinafter referred to collectively as "*Intent-To-Use Applications*"), but rather, if and so long as Pledgor's Intent-To-Use Application is pending this Trademark Collateral Agreement shall operate only to create a security interest for collateral purposes in favor of Agent on such Intent-To-Use Application as collateral security for the Obligations.


Pledgor does hereby further acknowledge and affirm that the rights and remedies of Agent with respect to the assignment, mortgage, pledge and security interest in the trademarks, trademark registrations, trademark applications and trademark licenses made

and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

All terms defined in the Security Agreement, whether by reference or otherwise, when used herein, shall have their respective meanings set forth therein, unless the context requires otherwise.

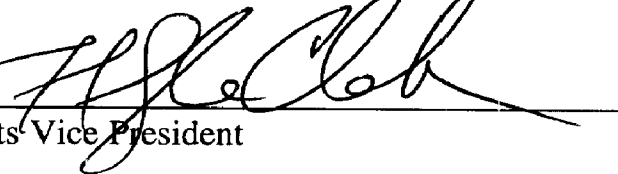
IN WITNESS WHEREOF, Pledgor has caused this Trademark Collateral Agreement to be duly executed as of the date and year last above written.

AGRILINK FOODS, INC.

By 

Earl L. Powers
Its Vice President Finance and Chief
Financial Officer

HARRIS TRUST AND SAVINGS BANK, as Agent

By 

Its Vice President

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

I, Lisa Brenza, a Notary Public in and for said County, in the State aforesaid, do hereby certify that Earl L. Powers, Vice President Finance and Chief Financial Officer of Agrilink Foods, Inc. a New York corporation, who is personally known to me to be the same person whose name is subscribed to the foregoing instrument as such Vice President Finance and Chief Financial Officer, appeared before me this day in person and acknowledged that he signed and delivered the said instrument as his own free and voluntary act and as the free and voluntary act and deed of said corporation for the uses and purposes therein set forth.

Given under my hand and notarial seal, this 23^d day of September, 1998.

(NOTARIAL SEAL)

Lisa Brenza
Notary Public

My Commission Expires:

OFFICIAL SEAL
LISA BRENZA
NOTARY PUBLIC STATE OF ILLINOIS
MY COMMISSION EXP. SEPT 16, 1999

Lisa Brenza
(Type or Print Name)

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

I, Lisa Brenza, a Notary Public in and for said County, in the State aforesaid, do hereby certify that H. Glen Clarke, Vice President of Harris Trust and Savings Bank, an Illinois banking corporation, who is personally known to me to be the same person whose name is subscribed to the foregoing instrument as such Vice President, appeared before me this day in person and acknowledged that he signed and delivered the said instrument as his own free and voluntary act and as the free and voluntary act and deed of said Bank for the uses and purposes therein set forth.

Given under my hand and notarial seal, this 23^d day of September, 1998.

(NOTARIAL SEAL)

Lisa Brenza
Notary Public

Lisa Brenza
(Type or Print Name)

My Commission Expires:

OFFICIAL SEAL
LISA BRENZA
NOTARY PUBLIC STATE OF ILLINOIS
MY COMMISSION EXP. SEPT 16, 1999