

MEMO
9-11-02

09-16-2002



Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
Tab settings ⇌ ⇌ ⇌

102222424

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):
DTMC, INC.
3600 NORTH RIVER ROAD
FRANKLIN PARK, IL 60131
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Delaware
 Other _____
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: First Union National Bank, as Administrative Agent
Internal
Address: _____
Street Address: 201 South College Street
City: Charlotte State: NC Zip: 28268
 Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State
 Other National Banking Association
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

OFFICE OF PATENT RECORDS
702 SEP 11 10 58 AM
INDEX SECTION

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other Notice of Grant of Security Interest
Execution Date: December 21, 2001

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) _____
B. Trademark Registration No.(s) _____
SEE ATTACHED SCHEDULE
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Steven D. Thomas
Internal Address: _____
Street Address: Moore & Van Allen, PLLC
2200 West Main Street, Suite 800
City: Durham State: NC Zip: 27705

6. Total number of applications and registrations involved: 50
7. Total fee (37 CFR 3.41).....\$ 1,265.00
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number:
50-2316

DO NOT USE THIS SPACE

9. Signature.
Steven D. Thomas
Name of Person Signing

Signature
September 11, 2002
Date
Total number of pages including cover sheet, attachments, and document: 6

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

09/16/2002 AMWED1 00000018 838013
01 FC:481 40.00 OP
02 FC:482 1225.00 OP

DESIGN ONE	2,008,115	10/15/96
MUNCHERS		

**Exhibit A
Trademarks**

**DTMC, Inc.
(Delaware Corporation)**

Registered Marks

Mark	Registration No.	Registration Date
FIELDCREST Stylized	838,013	10/31/67
PEN AND QUILL Stylized	818,367	11/8/66
KING SOUR	854,252	8/6/68
MARIE'S	813,108	8/16/66
CRAZY CUKE	794,890	8/24/65
RAZOR BACK and Design	797,547	10/12/65
ATKINS	803,654	2/8/66
PEPPERINGS	810,633	6/28/66
ROD'S Stylized Letters	768,476	4/21/64
WHITFIELD SALAD PICKLETTES and Design	746,016	2/26/63
ARNOLD'S	729,814	4/10/62
MARIE'S	738,304	9/25/62
ROD'S Stylized	646,185	5/28/57
DESIGN ONLY	509,586	5/10/49
BOWMAN and Design	511,736	7/5/49
ALABAM GIRL Stylized	231,824	8/30/27
PETER PIPER'S	2,506,520	11/13/01
DESIGN ONLY	2,401,786	11/7/00
DESIGN ONLY	2,350,210	5/16/00
PICKLEVATOR	2,430,407	2/20/01
TRADITIONAL TASET FOR TODAY'S FAMILY	2,376,171	8/8/00
MAYFIELD	2,324,110	2/29/00
PICKLEVATOR	2,376,131	8/8/00
MAYFIELD	2,257,027	6/29/99
MAYFIELD DAIRY FARMS	2,266,789	8/3/99
MAYFIELD DAIRY FARMS JERSEY and Design	2,262,766	7/20/99
CUSTOM CREMRE	2,203,015	11/10/98
MOOOO PLUS	2,152,536	4/21/98
BANQUET	2,130,601	1/20/98
THE CRUNCHIER PICKLE	2,089,222	8/19/97
VINTAGE GOURMET	2,138,278	2/24/98
PURE CHOICE	2,067,004	6/3/97
BENNETT'S	2,087,292	8/12/97
PARAMOUNT	2,066,837	6/3/97
THINKING CAPS FROM BRIDGEMAN and Design	2,037,014	2/11/97
BRIDGE FOR KIDS	2,030,175	1/14/97
BRIDGE FOR KIDS YOUR TELEPHONE LINK TO BETTER EDUCATION and Design	2,028,881	1/7/97
DESIGN ONLY	2,076,830	7/8/97
DESIGN ONLY	2,074,987	7/1/97
MUNCHERS	2,008,115	10/15/96

Mark	Registration No.	Registration Date
SLICERS Stylized Letters	2,095,745	9/9/97
DELI SPEARS	2,122,502	12/16/97
THE KING PICKLE	2,071,076	6/17/97
OH! BOY	2,002,655	9/24/96
NORTHWOODS	2,009,770	10/22/96
RODDENBERY'S	2,001,046	9/17/96
CAPCO	1,988,445	7/23/96
OLD PLANTATION	2,002,654	9/24/96
SANDWICH SLICERS	2,042,766	3/11/97
SNACK BUDDIES	2,001,035	9/17/96

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Please be advised that pursuant to the Security Agreement dated as of December 21, 2001 (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and First Union National Bank, as Administrative Agent (the "Administrative Agent") for the Lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the Lenders:

TRADEMARKS

<u>Trademark Registration No.</u>	Description of Trademark <u>Item</u>	Date of <u>Trademark</u>
	See attached EXHIBIT A	

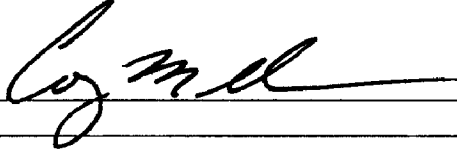
TRADEMARK APPLICATIONS

<u>Trademark Applications No.</u>	Description of Trademark <u>Applied For</u>	Date of Trademark <u>Applications</u>
	See attached EXHIBIT A	

The Obligor and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (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 or trademark application.

Very truly yours,

DTMC, INC.,
a Delaware corporation

By: 
Name: _____
Title: _____

Acknowledged and Accepted:

FIRST UNION NATIONAL BANK,
as Administrative Agent

By: _____
Name: _____
Title: _____

The Obligor and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (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 or trademark application.

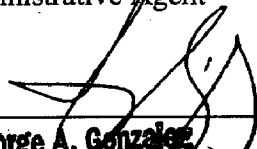
Very truly yours,

DTMC, INC.,
a Delaware corporation

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

FIRST UNION NATIONAL BANK,
as Administrative Agent

By:  _____
Name: **Jorge A. Gonzalez**
Title: **Senior Vice President**