

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Grant of Security Interest (First-Lien Security Agreement)

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Sturm Foods, Inc.		01/31/2007	CORPORATION: WISCONSIN

RECEIVING PARTY DATA

Name:	Deutsche Bank Trust Company Americas
Street Address:	60 Wall Street
City:	New York
State/Country:	NEW YORK
Postal Code:	10005
Entity Type:	Collateral Agent:

PROPERTY NUMBERS Total: 27

Property Type	Number	Word Mark
Serial Number:	76567635	COOKING WITH JACK STURM
Serial Number:	77057448	
Serial Number:	78870212	COZY COUNTRY
Serial Number:	78620569	FULFILL
Serial Number:	75110649	MARSHMALLOWS GALORE
Serial Number:	78569184	MOO MAGIC
Serial Number:	78825281	MORNING RIZER
Serial Number:	78662851	MORNING SPARK
Serial Number:	78889012	MORNING SPARK
Serial Number:	78439907	ON THE RUN
Serial Number:	78666594	POWER EDGE
Serial Number:	78700720	REPLENISH DRINK MIX
Serial Number:	76562032	RIVER MARKET
Serial Number:	76608274	RIVER MARKET

CH \$690.00 76567635

Serial Number:	78535982	SLOSH
Serial Number:	76253151	STURM FOODS
Serial Number:	76253152	STURM FOODS
Serial Number:	77007753	STURM VILLAGE CAFE
Serial Number:	73336389	STURM'S VILLAGE FARM
Serial Number:	73075063	STURM'S VILLAGE FARM
Serial Number:	76578916	STURM'S VILLAGE FARM
Serial Number:	78449648	STURM'S VILLAGE FARM SINCE 1905
Serial Number:	78908808	STURM'S VITA SPLASH
Serial Number:	78876379	STURM'S WEIGHT MANAGEMENT
Serial Number:	77006899	TAP THE POWER. GET THE EDGE.
Serial Number:	78943966	VILLA RICA
Serial Number:	78949223	VITA SPLASH

CORRESPONDENCE DATA

Fax Number: (212)354-8113
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 212-819-8923
Email: trademarkdocket@whitecase.com
Correspondent Name: Matthew Bart c/o White & Case LLP
Address Line 1: 1155 Avenue of the Americas
Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	1111779-1495
NAME OF SUBMITTER:	Mary Sotis
Signature:	/Matthew Bart/
Date:	02/13/2007

Total Attachments: 13

source=Grant First Lien#page1.tif
source=Grant First Lien#page2.tif
source=Grant First Lien#page3.tif
source=Grant First Lien#page4.tif
source=Grant First Lien#page5.tif
source=Grant First Lien#page6.tif
source=Grant First Lien#page7.tif
source=Grant First Lien#page8.tif
source=Grant First Lien#page9.tif
source=Grant First Lien#page10.tif
source=Grant First Lien#page11.tif
source=Grant First Lien#page12.tif

**GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, STURM FOODS, INC., a Wisconsin corporation (the "Grantor") with principal offices at 215 Center Street, Manawa, WI 54949-0287, hereby grants to DEUTSCHE BANK TRUST COMPANY AMERICAS, as Collateral Agent, with principal offices at 60 Wall Street, New York, New York 10005 (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under 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 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 First-Lien Security Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of January 31, 2007 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"). Upon the occurrence of the Termination Date (as defined in the 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 Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this

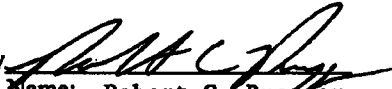
Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

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

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

31 day of January, 2007.

STURM FOODS, INC., as Grantor

By 
Name: Robert C. Ruegger
Title: Chief Financial Officer

STATE OF Wisconsin
COUNTY OF Waupaca) ss.:


On this 30 day of January 2007 before me personally came Robert C.
Ruegger who, being by me duly sworn, did state as follows: that [s]he is
CFO of STURM FOODS, INC., that [s]he is authorized to execute the foregoing
Grant on behalf of said company and that [s]he did so by authority of the [Board of
Directors] of said company.


Notary Public



DEUTSCHE BANK TRUST COMPANY
AMERICAS, as Collateral Agent and Grantee

By: 
Name: **Scottye Lindsey**
Title: **Director**

By: 
Name: **Omayra Laucella**
Title: **Vice President**

SCHEDULE A

Trademarks


<p>STURM'S VILLAGE FARM China</p>	<p>200333980 1/28/1999</p>	<p>1438792 8/28/2000</p>	<p>Class 029: Instant non-fat dry milk (dairy products), evaporated milk, vegetable-based non-dairy cream substitute, instant flavored potatoes, cream farina</p>	<p>Renewal due: 8/27/2010</p>
<p>STURM'S VILLAGE FARM Stylized Letters China</p>	<p>9900009949 1/28/1999</p>	<p>1490203 12/14/00</p>	<p>Class 030: Baking cocoa, chocolate, hot cocoa mix in cans and/or in envelopes, tea, powdered sugar, brown sugar, flavored syrups, pancake syrup, chocolate drink mix, instant/quick grits, cereal products, oat foodstuffs, instant flavored oatmeal, pancake/biscuit mix, flavored coating mix, stuffing mix, flavored pastry</p>	<p>Renewal Due: 12/13/2010</p>
<p>STURM'S VILLAGE FARM Stylized Letters China</p>	<p>9900009950 1/28/1999</p>	<p>1639420 09/21/01</p>	<p>Class 032: Powdered fruit-flavored drink mixes to which water is added</p>	<p>Renewal Due: 9/20/2010</p>
<p>STURM'S VILLAGE FARM Israel</p>		<p>190044 05/14/06</p>	<p>Class 032: Mineral and aerated waters and other non-alcoholic drinks; fruit drinks and fruit juices; syrups and other preparations for making beverages; powdered fruit flavored drink mixes honey; yeast, baking-powder; salt; mustard; vinegar, sauces (condiments); spices; pancake mix; instant oatmeal; farina; old fashioned oats</p>	


<p>STURM'S VILLAGE FARM Israel</p>		<p>190045 5/14/2006</p>	<p>Class 030: Coffee, tea, cocoa, sugar, rice, tapioca, sago, artificial coffee; flour and preparations made from cereals, bread, pastry and confectionery, ices; honey; yeast, baking-powder; salt, mustard; vinegar, sauces (condiments); spices; pancake mix; instant oatmeal; farina; old fashioned oats</p>	<p>Registered; Certificate</p> <p>awaiting</p>
<p>STURM LOGO Korea</p>	<p>40-2004- 55705 12/9/2004</p>	<p>642030 12/6/2005</p>	<p>Class 032: Powdered lemonade drink mix; powdered punch drink mix; powdered ice tea drink mix</p>	<p>Renewal Due: 1/20/2009</p>
<p>STURM'S VILLAGE FARM Stylized Letters Latvia</p>	<p>M-99-112 1.20/1999</p>	<p>M45875 4/20/2000</p>	<p>Class 029: Instant non-fat dry milk, evaporated milk, and vegetable-based non-dairy cream substitute and instant flavored potatoes</p> <p>Class 030: Baking cocoa, chocolate, hot cocoa mix in cans and/or in envelopes, iced tea mix, powdered sugar and brown sugar, flavored syrups and pancake syrup, chocolate drink mix, instant/quick grits, cream farina, oat bran cereal, instant flavored oatmeal, pancake/biscuit mix, flavored coating mix and stuffing mix, and flavored pastry</p> <p>Class 032: Powdered fruit-flavored drink mixes to which water is added</p>	

STURM'S VILLAGE FARM Stylized Letters Puerto Rico	45,348 5/7/1999	45,348 5/7/1999	Class 029: Evaporated milk, vegetable-based non-dairy cream substitute and instant flavored potatoes Class 030: Baking cocoa, chocolate, hot cocoa mix in cans and/or in envelopes, iced tea mix, powdered sugar and brown sugar, flavored syrups and pancake syrup, chocolate drink mix, instant/quick grits, cream farina, oat bran cereal, instant flavored oatmeal, pancake/biscuit mix, flavored coating mix and stuffing mix, and flavored pastry	Renewal Due: 5/7/2009 Renewal Due: 6/18/2009
STURM'S VILLAGE FARM Stylized Letters Puerto Rico	46,074 6/18/1999	46,074 5/4/2001	Class 032: Powdered fruit-flavored drink mixes to which water is added	Renewal Due: 6/18/2009
STURM'S VILLAGE FARM Stylized Letters Puerto Rico	46,071 6/18/1999	46,071 4/5/2001	Class 029: Instant non-fat dry milk	Published for Opposition; waiting for Registration Certificate Renewal Due: 2/9/2009
STURM'S VILLAGE FARM MI VAQUITA Puerto Rico	65,641 12/23/2003		Class 029: Instant non-fat dry milk, evaporated milk, non-milk cream vegetable-based cream substitutes; instant flavored potatoes; stuffing mix for food	
STURM'S VILLAGE FARM Russia	99701589 2/9/1999	191986 8/7/2000	Class 030: Baking cocoa, chocolate, hot cocoa mix in cans and/or in envelopes, iced tea mix, powdered sugar and brown sugar, flavored syrups and pancake syrup, chocolate drink mix, instant/quick grits, cream farina, oat bran	

					cereal, instant flavored oatmeal, pancake/biscuit mix, flavored coating mix and stuffing mix, and flavored pastry	
					Class 032: Powdered fruit-flavored drink mixes to which water is added	
COOKING WITH JACK STURM U.S.	76/567,635 12/29/2003	3,019,079 11/29/2005			Class 030: Food products, namely marinades, sauces and fish breading and coating mixes	Sec. 8 & 15 Affidavit due: 11/29/2011; Sec. 8 & 9 Renewal due: 11/29/2015
COW DESIGN U.S.	77/057,448 12/5/2006				Class 030: Powdered mixes used to flavor milk	Pending
COZY COUNTRY U.S.	78/870,212 4/26/2006				Class 030: Powdered mixes for cocoa and cappuccino	Published for Opposition 11/28/2006
FULFILL U.S.	78/620,569 5/1/2005				Class 032: Powdered mixes for fruit flavored drinks.	Allowed: Statement of Use filed 12/15/2006
MARSHMALLOWS GALORE U.S.	75/110,649 5/28/1996	2,071,622 6/17/1997			Class 030: Cocoa products, namely, cocoa mixes	Sec. 8 & 9 Renewal due: 6/17/2007
MOO MAGIC U.S.	78/569,184 2/17/2005	3,131,145 8/15/2006			Class 030: Powdered drink mixes used to flavor milk	Sec. 8 & 15 Affidavit due 8/15/2012; Sec. 8 & 9 renewal due 8/15/2016
MORNING RIZER U.S.	78/825,281 2/28/2006				Class 030: Instant oatmeal	Allowed 1/09/2007; Statement of Use or 1 st Extension due 7/9/2007
MORNING SPARK U.S.	78/662,851 7/1/2005				Class 032: Powdered flavored beverage mix containing caffeine used in the preparation of non-carbonated soft drinks	Statement of Use accepted 12/09/2006

MORNING SPARK U.S.	78/889,012 5/22/2006		Class 030: Instant oatmeal	Allowed Statement of Use or 1 st Extension due 7/16/2007
ON THE RUN U.S.	78/439,907 6/23/2004		Class 032: Fruit-flavored drink mixes	Opposition by Exxon/Mobil Oil Corp. pending in the Trademark Trial and Appeal Board
POWER EDGE U.S.	78/666,594 7/8/2005		Class 032: Powders used in the preparation of fruit flavored drinks, namely powdered energy drink mixes	Statement of Use filed 1/19/2007
REPLENISH DRINK MIX and Design U.S.	78/700,720 8/25/2005		Class 032: Isotonic beverages packaged exclusively in powdered stick form	Published for Opposition 1/2/2007
RIVER MARKET U.S.	76/562,032 11/26/2003	3,128,336 8/15/2006	Class 030: Instant grits, instant oatmeal, quick oats, hot wheat cereal, hot cocoa mix, dry cappuccino mixes; Class 032: Powdered fruit-flavored drink mixes to which water is added	Sec. 8 & 15 Affidavit due: 8/15/2012; Sec. 8 & 9 Renewal due: 8/15/2016
RIVER MARKET U.S.	76/608,274 8/23/2004	3,112,453 7/4/2006	Class 030: Hot wheat breakfast cereal; processed quick oats; dry seasoning for meat sold in packets.	Sec. 8 & 15 Affidavit due: 7/4/2012; Sec. 8 & 9 Renewal due: 7/4/2016
SLOSH U.S.	78/535,982 12/21/2004	3,124,772 8/1/2006	Class 032: Powdered fruit-flavored drink mixes	Sec. 8 & 15 Affidavit due: 7/4/2012; Sec. 8 & 9 Renewal due: 7/4/2016
STURM FOODS U.S.	76/253,151 5/4/2001	2,662,003 12/17/2002	Class 040: Custom manufacture of food and beverages for others	Sec. 8 & 15 Affidavit due: 12/17/2008; Sec. 8 & 9 Renewal due: 12/17/2012

<p>STURM FOODS and Design U.S.</p> 	<p>76/253,152 5/4/2001</p>	<p>2,600,763 7/30/2002</p>	<p>Class 040: Custom manufacture of food and beverages for others</p>	<p>Sec. 8 & 15 Affidavit due: 7/30/2008; Sec. 8 & 9 Renewal due: 7/30/2012</p>
<p>STURM VILLAGE CAFÉ U.S.</p>	<p>77/007,753 9/26/2006</p>		<p>Class 030: Cappuccino mixes</p>	<p>Pending</p>
<p>STURM'S VILLAGE FARM U.S.</p>	<p>73/336,389 11/9/1981</p>	<p>1,262,561 12/27/1983</p>	<p>Class 029: Instant non-fat dry milk Class 030: baking cocoa, chocolate, hot cocoa mix in cans and/or in envelopes, iced tea mix Class 032: Powdered fruit-flavored drink mixes to which water is added</p>	<p>Sec. 8 & 9 Renewal due: 12/27/2013</p>
<p>STURM'S VILLAGE FARM U.S.</p>	<p>73/075,063 1/22/1976</p>	<p>1,046,946 8/24/1976</p>	<p>Class 029: Instant, non-fat dry milk</p>	<p>Sec. 8 & 9 Renewal due: 08/24/2016</p>
<p>STURM'S VILLAGE FARM U.S.</p>	<p>76/578,916 3/3/2004</p>	<p>2,999,952 9/27/2005</p>	<p>Class 029: Onion soup and dip mix; Class 030: Sugar substitutes; rice and accompanying seasoning packet; noodles and accompanying seasoning packet; enriched macaroni noodles; and instant oatmeal</p>	<p>Sec. 8 & 15 Affidavit due: 9/27/2011 Sec. 8 & 9 Renewal due: 9/27/2015</p>

<p>STURM'S VILLAGE FARM SINCE 1905 and Design U.S.</p> 	<p>78/449,648 7/13/2004</p>	<p>3,001,501 9/27/2005</p>	<p>Class 029: Instant non-fat dry milk, evaporated milk, and vegetable-based non-dairy cream substitute; onion soup and dip mix. Class 030: Baking cocoa, chocolate, hot cocoa mix in cans and/or in envelopes, iced tea mix, powdered sugar and brown sugar; sugar substitutes; rice and accompanying seasoning packet; noodles and accompanying seasoning packet; enriched macaroni noodles; rolled quick oats; rolled old fashioned oats, oat bran and instant oatmeal. Class 032: Powdered fruit-flavored drink mixes to which water is added. Class 032: Powders used in the preparation of fruit and tea flavored drinks</p>	<p>Sec 8 & 15 Affidavit due: 9/27/2011 Sec. 8 & 9 Renewal due: 9/27/2015</p>
<p>STURM'S VITA SPLASH U.S.</p>	<p>78/908,808 06/15/2006</p>			<p>Approved for Publication 12/28/2006</p>
<p>STURM'S WEIGHT MANAGEMENT U.S.</p>	<p>78/876,379 5/4/2006</p>		<p>Class 030: Instant oatmeal</p>	<p>Pending</p>
<p>TAP THE POWER, GET THE EDGE U.S.</p>	<p>77/006,899 9/25/2006</p>		<p>Class 032: Powders used in the preparation of fruit flavored drinks, namely powdered energy drink mixes</p>	<p>Approved for Publication 12/28//2006</p>
<p>VILLA RICA U.S.</p>	<p>78/943,966 8/3/2006</p>		<p>Class 032: Fruit flavored powdered drink mixes; oat based powdered drink mixes; hot cocoa mix; cappuccino mix; instant oatmeal; processed oats; non-fat dry milk</p>	<p>Pending</p>
<p>VITA SPLASH U.S.</p>	<p>78/949,223 8/10/2006</p>		<p>Class 032: Powders used in the preparation of fruit and tea flavored drinks</p>	<p>Approved for Publication 12/28/2006</p>