

05-26-1998

FORM PTO-1594
1-31-92

RE



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

100718611

To the Honorable Commissioner of Patents and Trademarks, Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
 Pet Incorporated
 200 South Sixth Street
 Minneapolis, Minnesota

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State of Delaware
 Other _____

Additional name(s) and address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: April 13, 1998

2. Name and address of receiving party(ies):
 Name: Sovex Foods, Inc.
 Internal Address: 9104 Apison Pike
 Street Address: Post Office Box 2178
 City: Collegedale State: TN ZIP: 37205

Individual(s) citizenship
 Association _____
 General Partnership
 Limited Partnership
 Corporation-State of Tennessee
 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) and address(es) attached? Yes No

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

A. Trademark Application No.(s)	B. Trademark Registration No.(s)
	976,058 1,112,831
Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

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

Name: Jocelyn G. Bolling
 Internal Address: Dorsey & Whitney
 Suite 200
 Street Address: 1330 Connecticut Avenue NW
 City: Washington State DC ZIP: 20036

6. Total number of applications and registrations involved: two

7. Total fee (37 CFR 3.41): \$ 65.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
(If deficiency) 04-1425
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Jocelyn G. Bolling Jocelyn G. Bolling May 6, 1998
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: three

OMB No. 0651-0011 (exp. 4/94)

05/22/1998 TDM11 0000200 976058
 01 FC:481 40.00 OP
 02 FC:482 25.00 OP

TRADEMARK
REEL: 1729 FRAME: 0640

ASSIGNMENT OF TRADEMARKS

For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, **PET INCORPORATED**, a corporation organized under the laws of the State of Delaware, located at 200 South Sixth Street, Minneapolis, Minnesota ("Seller"), pursuant to the Purchase Agreement dated as of February 25, 1998, between **THE PILLSBURY COMPANY**, sole shareholder of Seller, and **SOVEX FOODS, INC.**, a Tennessee corporation located at 9104 Apison Pike, Collegedale, Tennessee ("Purchaser"), does hereby assign and transfer unto Purchaser, its successors and assigns, all of its right, title and interest in and to the trademark "Heartland", including without limitation the registrations therefor identified on Exhibit A hereto, and any other and all usages or registrations of the trademark anywhere in the world, along with all related goodwill associated with such trademark, the Purchaser, and its successors and assigns, to have and to hold all such right, title and interest to such trademark forever.

Seller agrees, for itself and its successors and assigns, to execute and deliver to Purchaser such other documents as Purchaser may reasonably request to fully secure its rights hereunder, including but not limited to execution of individual recordable assignments of the trademarks and trademark registrations conveyed hereunder.

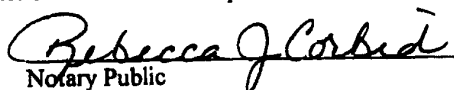
IN WITNESS WHEREOF, Seller has caused this Assignment of Trademark to be executed in its name and on its behalf by its officer thereunto duly authorized as of the 13th day of April, 1998.

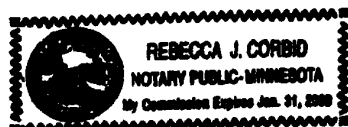
PET INCORPORATED

By: 
David E. Schmitt

STATE OF MINNESOTA)
) ss
COUNTY OF HENNEPIN)

On this 13th day of April, 1998, before me personally appeared David E. Schmitt Vice President of Pet Incorporated, the person who signed this instrument, who acknowledged that it was signed as a free act on behalf of the corporation.


Notary Public



TRADEMARK
REEL: 1729 FRAME: 0641

EXHIBIT A

Mark

Registration Number

Heartland

976058

Heartland & Design

1112831

RECORDED: 05/06/1998

TRADEMARK
REEL: 1729 FRAME: 0642