

05-28-1998



To the Honorable Commissioner of I

100721630

and original documents or copy thereof.

1. Name of conveying party(ies):

Sovex Foods, Inc.  
P.O. Box 2178  
Collegedale, Tennessee 37315

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

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

3. Nature of conveyance:

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

Execution Date: May 12, 1998

2. Name and address of receiving party(ies):

Name: Better Life Foods, Inc.  
Internal Address: \_\_\_\_\_  
Street Address: 2475 Bransford Avenue  
City: Nashville State: TN ZIP: 37204

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Tennessee
- Other

If assignee is not domiciled in the United States, a domestic tentative designation is  Yes  No

(Designations must be a separate document from

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

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

A. Trademark Application No.(s)  
75/108,595

B. Trademark Registration No.(s)  
2,003,499  
2,071,888

Additional numbers attached?  Yes  No

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

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

6. Total number of applications and registrations involved: .....

three

7. Total fee (37 CFR 3.41): .....

\$ 90.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

04-1425 (if deficiency)

(Attach duplicate copy of this page if paying by deposit

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

Name of Person Signing

Signature

5/15/98

Date

Total number of pages comprising cover sheet:

three

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

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

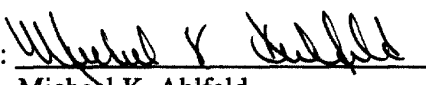
ASSIGNMENT

WHEREAS, Sovex Foods, Inc., a Tennessee corporation located at P.O. Box 2178, Collegedale, Tennessee 37315 ("Assignor"), is the owner of the trademarks listed on Schedule A (the "Marks"); and

WHEREAS, Better Life Foods, Inc., a Tennessee corporation located at 2475 Bransford Avenue Nashville, Tennessee 37204 ("Assignee") is desirous of acquiring all of Assignor's worldwide rights in and to the Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby irrevocably assigns to the Assignee all of its worldwide right, title and interest in and to the Marks, including U.S. Applications and Registrations, together with the goodwill of the business symbolized thereby.

SOVEX FOODS, INC.

By:   
Micheal K. Ahlfeld  
Vice President, Secretary & Treasurer

Date: May 12, 1998

SCHEDULE A

<u>Mark</u>	<u>Registration/Application No.</u>
REALLY BURGER!	75/108,595
REALLY CHILI	2,003,499
REALLY SAUSAGE!	2,071,888

RECORDED: 05/15/1998

TRADEMARK  
REEL: 1730 FRAME: 0268