

05-29-1998

TRADEMARKS ONLY

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*MAD 5-26-98*



ments and Trademarks  
ument or copy thereof.

100721986

1. Name of Party(ies) conveying an interest:  
Conopco, Inc.

2. Name and Address of Party(ies) receiving an interest:  
Name: Ventura Foods, LLC

Address: 14840 E. Julian Road  
City of Industry, CA 91746

Entity

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

Entity:

- Individual(s)       Association
- Corporation-State       General Partnership       Limited Partnership
- Other Limited Liability Company

Citizenship Delaware

3. Interest Conveyed

- Assignment       Change of Name
- Security Agreement       Merger
- Other

If not domiciled in the United States, a domestic representative designation is attached:

Yes

No

(The attached document must not be an assignment)

Execution Date 12/31/97

RECEIVED  
MAY 26 1998  
ASIGNED

4. Application number(s) or registration number(s). Additional sheet attached?       Yes       No

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

RN 869,778  
RN 370,597  
RN 1,205,618

5. Please mail documents back to:

Pillsbury Madison & Sutro LLP  
100 New York Avenue, N.W.  
Washington, D.C. 20005-3918

6. Number of applications and registrations involved: 3

7. Amount of fee enclosed: \$ 90.00

\* If above amount is missing or inadequate, charge deficiency to our Deposit Account No. 03-3975 under Order No. 83122 / 100/0001/RLK/LCG  
C#      M#

05/27/1998 DCOATES 00000241 869778

DO NOT USE THIS SPACE

01 FC:481  
02 FC:482

40.00 OP  
50.00 OP

8. 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.

*Laura C. Gustafson*

Signature

Total number of pages including cover sheet, attachments and document (excluding duplicate cover sheet)

5

Attorney Laura C. Gustafson  
Date 5/18/98  
Att/Sec \_\_\_\_\_

Tel: 415/983-6318  
Fax: 415/938-1200

## TRADEMARK ASSIGNMENT


WHEREAS, CONOPCO, INC., a New York corporation, of 390 Park Avenue, New York, New York 10022 (hereinafter "ASSIGNOR") is owner of the trademarks listed on the attached Schedule A which are registered in the United States Patent and Trademark Office; and

WHEREAS, VENTURA FOODS, LLC, a Delaware limited liability company, located at 14840 E. Don Julian Road, City of Industry, California 91746 (hereinafter "ASSIGNEE") is desirous of acquiring said trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, said ASSIGNOR does hereby assign to ASSIGNEE, all right, title and interest in and to said trademarks, together with the registrations and the goodwill of the business symbolized by said trademarks, together with all rights of action accrued, accruing to and to accrue under and by virtue hereof, including the right to sue or otherwise recover for past infringement and receive all damages, payments, costs and fees associated therewith. ASSIGNOR agrees to take any and all further reasonable actions requested by ASSIGNEE in order to fully vest the right, title and interest being conveyed to ASSIGNEE pursuant to this Agreement.

IN TESTIMONY WHEREOF, ASSIGNOR has caused this agreement to be executed effective as of this 31st day of December, 1997.

CONOPCO, INC.

By:   
Kenneth C. Leonard  
Assistant Secretary

SCHEDULE A

<u>Trademark</u>	<u>Registration No.</u>
DURKO	869,778
FLEX	370,597
FLUID FLEX	1,205,618

ASSIGNMENT

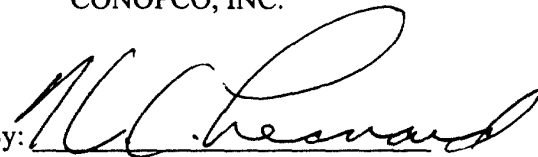
WHEREAS, CONOPCO, INC., a New York corporation, of 390 Park Avenue, New York, New York 10022 (hereinafter "ASSIGNOR") has used the designations set forth in the attached Schedule A in connection with edible oils; and

WHEREAS, VENTURA FOODS, LLC, a Delaware limited liability company, located at 14840 E. Don Julian Road, City of Industry, California 91746 (hereinafter "ASSIGNEE") is desirous of acquiring whatever common law rights, if any, ASSIGNOR has in the designations.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, said ASSIGNOR does hereby assign to ASSIGNEE, whatever right, title and interest, if any, ASSIGNOR has in and to said designations, together with the goodwill, if any, of the business symbolized thereby.

IN TESTIMONY WHEREOF, ASSIGNOR has caused this assignment to be executed effective as of this 31st day of December, 1997.

CONOPCO, INC.

By:   
Kenneth C. Leonard  
Assistant Secretary

SCHEDULE A

CREAM FLEX

DONUT FLEX

ICING FLEX

PLASTEK

37299.01 3/30/98

RECORDED: 05/21/1998

TRADEMARK  
REEL: 1732 FRAME: 0112