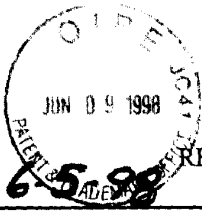


06-18-1998



FORM PTO-1594

1-31-92

1st Class Mail Date 6-5-98

RECORDAT.

100742300

DEPARTMENT OF COMMERCE

Patent and Trademark Office

Attorney Docket No: PFIN216217

TRADEMARKS ONLY

To the Honorable Assistant Commissioner for Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Pacific Foods, Inc.

- Individuals
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached?  Yes  No

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

Name: PF, Inc.  
Address: 19480 Southwest 97th Avenue

City: Tualatin State: OR ZIP: 97062-8505

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

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No

(Designation must be a separate document from Assignment)

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

3. Nature of conveyance:

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

Execution date: June 2, 1998

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

A. Trademark Application No(s). 75/233,196

B. Trademark Registration No(s).

Additional numbers attached?  Yes  No

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

Faye L. Mattson, Esq.  
CHRISTENSEN O'CONNOR  
JOHNSON & KINDNESS<sup>PLLC</sup>  
1420 Fifth Avenue  
Suite 2800  
Seattle, WA 98101-2347  
(206) 682-8100

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): ..... \$ 40.00 €  
Check No. 090247 in the amount of \$40.00 is enclosed.

8. The Commissioner is authorized to charge any fees that may be required or credit any overpayment to Deposit Account Number 03-1740.

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.

Faye L. Mattson  
Name of Attorney or Agent  
Di + Dial (206) 224-0717

Faye L. Mattson 6/4/98  
Signature Date

Total number of pages including cover sheet, attachments and document: 3

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

I hereby certify that this correspondence is being deposited with the U.S. Postal Service in a sealed envelope as first class mail with postage thereon fully prepaid addressed to: U.S. Patent and Trademark Office, Office of Public Records, Crystal Gateway 4, Room 335, Washington, D.C. 20231, on 6/5/98

Date: June 5, 1998 Melie Christensen

06/18/1998 TTOM11 00000009 75233196

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06/04/98 2:50 PM

**ASSIGNMENT OF TRADEMARK AND PENDING APPLICATION**

WHEREAS, Pacific Foods, Inc., a Washington corporation, having a place of business at 19480 Southwest 97th Avenue, Tualatin, Oregon 97062-8505 (hereinafter the "ASSIGNOR"), has intended to use the trademark CHEF'S CLASSICS in commerce and filed an application on January 29, 1997, now assigned U.S. Application Serial No. 75/233,196, indicating that intention, but has not yet filed an allegation of use under §§ 1(c) or 1(d) of the Trademark Act, and

WHEREAS, Assignor is assigning the mark and the above-identified application as part of the entire business or portion thereof to which the mark pertains as required by 15 U.S.C. § 1060;

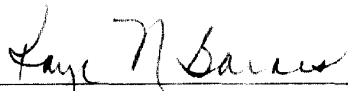
WHEREAS, PF, Inc., a Washington corporation, having a place of business at 19480 Southwest 97th Avenue, Tualatin, Oregon 97062-8505 (hereinafter the "ASSIGNEE"), the successor of the ongoing and existing business or portion thereof of Assignor to which the mark pertains, is desirous of acquiring said mark and the pending intent-to-use application therefor;

NOW, THEREFORE, for sufficient, good, and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR does hereby sell, assign and transfer unto ASSIGNEE its entire right, title to and interest in said trademark, the pending intent-to-use application therefor, and the goodwill of the business symbolized thereby.

The Assistant Commissioner for Trademarks is requested to issue the Certificate of Registration to ASSIGNEE.

Executed at Tualatin, Oregon, this 2 day of June, 1998

PACIFIC FOODS, INC.

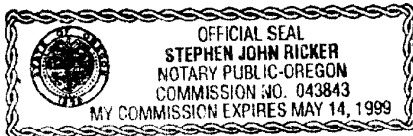
  
Kaye N. Barnes  
Title: Secretary

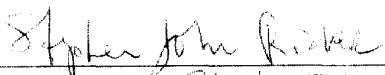
STATE OF OREGON                                    )  
                                                                                  ) ss  
COUNTY OF WASHINGTON                                    )

I certify that I know or have satisfactory evidence that Kaye N. Barnes is the person who appeared before me, and said person acknowledged that she signed this instrument, on oath stated that she was authorized to execute the instrument and acknowledged it as the Secretary of Pacific Foods, Inc., to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

Dated: June 2, 1998

(Seal or stamp)



  
Printed Name: Stephen John Ricker  
Notary Public in and for the  
State of Oregon  
My appointment expires May 14, 1999

PFIN16217250.DOC

RECORDED: 06/05/1998

TRADEMARK  
REEL: 1742 FRAME: 0582