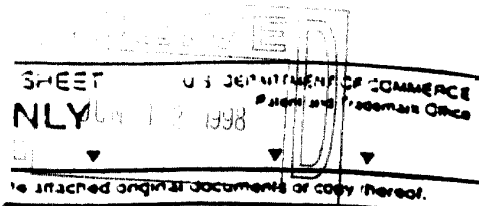


MAO 6-12-98

06-26-1998



Form No. 100-114
11-92

Patent forms 3-3-97

To the Honorable Commission 100747238

Patent and Trademark Office

is attached original documents or copy thereof.

1. Name of conveying party(ies):
KERRY INC.

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

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

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

Internal Address: Suite 803

Street Address: 1105 N. Market Street

City: Wilmington, State: DE ZIP: 19801

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 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) & address(es) attached? Yes No

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

Execution Date: April 28, 1998

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)
1,257,737
IF IT'S EDIBLE, ITS BREADABLE

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Kathleen J. Gallagher, Esq.

Internal Address: _____
Nabisco Brands Company
Suite 2740

Street Address: One South Wacker Dr.

City: Chicago State: IL ZIP: 60606

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 14-0060
 (Attach duplicate copy of this page if paying by deposit account)

06/25/1998 JSHABAZZ 00000086 140060 1257737
01 FC:481 40.00 CH

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.

Kathleen J. Gallagher Kathleen J. Gallagher June 10, 1998
Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 1

OMB No. 3851-0011 (Rev. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 10 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, P.O. Box 10000, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503

ASSIGNMENT

WHEREAS, KERRY INC., a corporation organized under the laws of the State of Delaware, having its principal place of business at 100 East Grand Avenue, Beloit, Wisconsin 53511, (hereinafter, the "Assignor"), is the owner of all right, title and interest in and to the trademark IF IT'S EDIBLE, IT'S BREADABLE and Federal Registration No. 1,257,737, and the good will associated therewith;

WHEREAS, NABISCO BRANDS COMPANY, a corporation organized under the laws of the State of Delaware, having its principal place of business at 1105 North Market Street, Suite 803, Wilmington, Delaware 19801, (hereinafter, the "Assignee"), desires to acquire the trademark and registration and good will of the business associated therewith;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, KERRY INC. does hereby assign unto NABISCO BRANDS COMPANY, all right, title and interest as it may have in and to the trademark IF IT'S EDIBLE, IT'S BREADABLE, together with the good will of the business symbolized thereby, and Registration No. 1,257,737.

KERRY INC.

By: *[Signature]*
Dated: APRIL 28, 1998

Sworn to before me this
28th day of April 1998.

Rosemarie A Laba
Notary Public



TRADE MARK