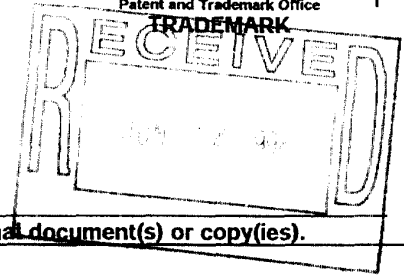


07-01-1998



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



meo 6.16.98

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
Effective Date
Month Day Year _____
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name ROYAL SEAFOODS, INC.

03251998

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____

Citizenship/State of Incorporation/Organization Washington

Receiving Party

Mark if additional names of receiving parties attached

Name AMERICAN SEAFOODS COMPANY

DBA/AKA/TA _____

Composed of _____

Address (line 1) Market Place Tower

Address (line 2) 2025 First Avenue, Suite 900

Address (line 3) Seattle Washington 98121
City State/Country Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association
- Other _____

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization Washington

07/01/1998 TTUM11 00000201 1193712

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231
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Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

206-624-5950

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

1

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1193712"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

40.00

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Hallvard Muri as Executive Vice President
of American Seafoods Company

Name of Person Signing

Signature

March 25, 1998

Date Signed

**BILL OF SALE AND
ASSIGNMENT OF TRADEMARK**

This BILL OF SALE AND ASSIGNMENT OF TRADEMARK is executed this 25th day of March, 1998 by ROYAL SEAFOODS, INC., a Washington corporation ("Seller"), in favor of AMERICAN SEAFOODS COMPANY, a Washington corporation ("Buyer").


For valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Seller hereby assigns, conveys, transfers, warrants, and sells to Buyer all of Seller's right, title, and interest in and to the trademark ARCTIC FRESH, including the goodwill associated with such trademark.

Seller represents and warrants to Buyer that Seller has good and marketable title to the trademark ARCTIC FRESH, free and clear of all liens, security interests, pledges, encumbrances, demands, or adverse claims. Upon the request of Buyer, Seller will take such action, including but not limited to the execution, acknowledgement, delivery, and filing of documents, as may be required by Buyer to give effect to this transfer.

This Bill of Sale and Assignment of Trademark shall be construed, interpreted, and enforced in accordance with the laws of the State of Washington.

DATED as of the date first set forth above.

ROYAL SEAFOODS, INC.

By 
Its Director

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03/23/98

RECORDED: 06/16/1998

TRADEMARK
REEL: 1746 FRAME: 0924