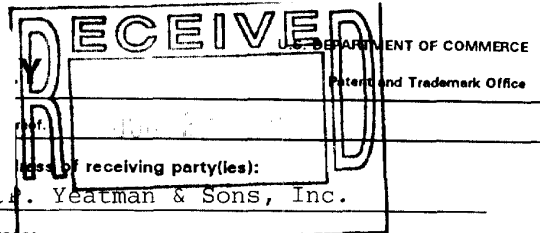


MRP 6-25-98

07-10-1998



To the Honorable Commissioner of Patents and Trademark



100759633

1. Name of conveying party(ies):

Mushroom Canning Company

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

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

Internal Address: _____
 Street Address: 600 N. Baker Station Road
 City: West Grove State: PA ZIP: 19390
 Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Pennsylvania
 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
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: June 19, 1998

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

708,474

Additional Application/Registration Numbers attached? Yes No

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

Name: Henry H. Skillman
 Address: DANN, DORFMAN, HERRELL AND SKILLMAN, P.C.
 1601 Market Street, Suite 720
 Philadelphia, Pennsylvania 19103-2307
 Telephone: (215) 563-4100 Facsimile: (215) 563-4044

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. In the event a fee is required and is not enclosed, or the check enclosed is improper, or the fee calculation is in error, the Commissioner is authorized to charge any underpayment or credit any overpayment to the account of the undersigned attorneys. A duplicate copy of this sheet is enclosed.
 Deposit Account Number: 04-1406

07/09/1998 TTON11 00000220 041406 708474

01 FC:481 40.00 CH

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.

Henry H. Skillman
 Name of Attorney Signing Reg.#17,352

Henry H. Skillman
 Signature of Attorney

6/23/98
 Date

Total number of pages comprising cover sheet: 2

Do not detach this portion

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

ASSIGNMENT

WHEREAS **Mushroom Canning Company**, a corporation of the Commonwealth of Pennsylvania, doing business at 401 Birch Street, Kennett Square, Pennsylvania 19348, hereinafter "Mushroom Canning"), is the owner of U.S. Trademark Reg. No. 708,474 registered December 13, 1960.

WHEREAS, **C.P. Yeatman & Sons, Inc.**, a corporation of the Commonwealth of Pennsylvania, and doing business at 600 N. Baker Station Road, West Grove, Pennsylvania 19390, (hereinafter "Yeatman"), is desirous of acquiring the said trademark together with the goodwill of the business symbolized by the trademark and the Registration of the trademark MOTHER EARTH.

NOW THEREFORE THIS IS TO WITNESS that in consideration of various good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Mushroom Canning does hereby assign unto Yeatman, all right, title and interest in and to said trademark together with the goodwill of the business symbolized by the trademark, and the registration for the trademark MOTHER EARTH, along with the right to take proceedings to recover damages and claim all other relief in respect to any acts of infringement of said trademarks, whether such acts shall have been committed before or after the date of this assignment.

And for said consideration, it is hereby covenanted and agreed that at the request and expense of Yeatman, its successors and assigns, Mushroom Canning, its heirs and assigns will execute any further papers and do such other acts and things as may be necessary and proper, to vest the full title to the trademark, and the goodwill of the business symbolized by the trademark, and the Registration of the trademark in Yeatman, its successors and assigns.

IN WITNESS WHEREOF, this assignment has been executed as of

June 19, , 1998.

MUSHROOM CANNING COMPANY

6/19/98
Date

By 
Dennis Newhard

Its: President & CEO