

07-13-1998



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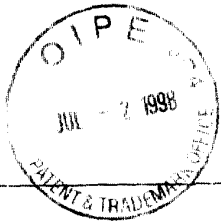
Docket No. 18624-0047

SHAW, PITTMAN, POTTS & TROWBRIDGE
TRADEMARK ASSIGNMENT RECORDATION FORM COVER SHEET

MD 7-2-98

To the Honorable Commissioner of Patents and Trademark, Box Assignments, Washington, D.C. 20231.
Please record the attached original documents or copy thereof.

<p>1 Name of conveying party(ies) Hudson Foods, Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> Partnership--Type _____</p> <p><input checked="" type="checkbox"/> Corporation <u>Delaware</u> <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2 Name and address of receiving party(ies) Name <u>Pierre Foods, LLC</u></p> <p>Street Address <u>#1 WSMP Drive</u></p> <p>City <u>Claremont</u> State <u>NC</u> Zip <u>28610</u></p> <p><input type="checkbox"/> Individual(s) citizen(s) of _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____</p> <p><input checked="" type="checkbox"/> Corporation <u>North Carolina Limited Liability</u> <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designation must be a separate document from Assignment)</p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>3 Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date <u>June 9, 1998</u></p>	<p><input checked="" type="checkbox"/> Corporation <u>North Carolina Limited Liability</u> <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designation must be a separate document from Assignment)</p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>4 Application number(s) or registration number(s): A Trademark Application No.(s) <u>75/392520 H.E.L.P. HEALTHCARE ENTREE LOW PREP SELECTIONS</u></p> <p>Additional numbers attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>	<p>B Trademark Registration No.(s) See Attachment 1</p>
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<p>5 Name and address of party to whom correspondence concerning document should be mailed</p> <p>Name <u>Eric T. Fingerhut, Esq.</u></p> <p>Internal Address <u>Shaw Pittman Potts & Trowbridge</u></p> <p>Street Address <u>2300 N Street, N.W.</u></p> <p>City <u>Washington</u> State <u>D.C.</u> Zip <u>20037-1128</u></p>	<p>6 Total number of applications and registrations involved <u>36</u></p> <p>7 Total fees (37 CFR 3.41) \$ 915.00 <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8 Deposit account number _____ (Attach duplicate copy of this page if paying by deposit account)</p>
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07/10/1998 DNGUYEN 00000152 75392520

DO NOT USE THIS SPACE

01 FC:48 40.00 OP
02 FC:48 875.00 DP

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

Eric T. Fingerhut _____
Name of Person Signing Signature Date 7/2/98

Total number of pages including cover sheet, attachments, and document: 8

ATTACHMENT 1

4. B.

REGISTRATION NO.	MARK
2,005,805	BREAKFAST ON THE GO! & Design
1,876,055	CAFE PIERRE
1,797,362	CAFETERIA ADVENTURES
1,331,238	COMMODITY MAGIC
1,912,699	DINE 'N WITH
2,052,455	FAST CHOICE
2,152,895	FAST CHOICE
1,554,935	FRENCH TOAST BOAT
1,626,155	FRENCH TOAST BOAT & Design
2,112,383	GLOBAL GRILL
1,121,101	GOLDDIGGERS
1,521,147	GOLDDIGGER BEEF NUGGET
1,388,435	HOT DIGGITY SUBS
1,387,648	HOT DIGGITY SUBS & Design
1,677,773	LEAN MAGIC
1,517,327	LIKE MOM'S & Design
1,917,400	LINK-N-DOG
1,505,035	MICRO-WICHES
2,052,456	PIERRE CLASSICS
2,016,292	PIERRE MAIN STREET DINER
1,270,140	PIZZA PARLOR SANDWICH
1,642,199	PIZZA PARLOR SANDWICH
1,926,623	PIZZA PARLOR SUB
1,784,320	QUICK-WICHES
1,257,730	RIB-B-Q
1,270,954	RIB-B-Q
1,598,832	RIB-B-Q
1,276,424	RIB-B-Q & Design
1,275,419	RIB-B-Q & Design

2,132,710	RIB-B-Q & Design
1,928,706	SAUS-A-RAGE
1,505,013	TWO-FERS
1,599,764	TWO-FERS
1,772,497	VILLA CINTI
1,781,595	WONDERBITES

ASSIGNMENT

WHEREAS, HUDSON FOODS, INC., a Delaware corporation having a principal place of business at 2210 Oaklawn Drive, Springdale, Arkansas 72762, United States of America (hereinafter "ASSIGNOR"), adopted itself or by a predecessor in interest, used, is using and is the owner of the trademarks and service marks listed on Schedule A annexed hereto (the "Marks"), the goodwill symbolized thereby, and the Registrations and Applications for Registration of the Marks listed on Schedule A; and

WHEREAS, PIERRE FOODS, LLC, a North Carolina limited liability corporation having a place of business at # 1 WSMP Drive, P.O. Box 399, Claremont, North Carolina 28610, United States of America (hereinafter "ASSIGNEE") and successor in interest to Fresh Foods of North Carolina, LLC, is desirous of acquiring all of ASSIGNOR's rights, title and interest in and to, and to the use of, the Marks, the goodwill symbolized thereby and the Registrations and Applications for Registration listed on Schedule A.

NOW, THEREFORE, for and in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR hereby sells, assigns, transfers and conveys to ASSIGNEE all of ASSIGNOR's rights, title and interest in and to, and to the use of, the Marks, the goodwill symbolized thereby, and the Registrations and Applications for Registration of the marks listed on Schedule A, free and clear of all liens and encumbrances.

The United States Patent and Trademark Office is hereby authorized to deliver to

ASSIGNEE, its attorneys, agents, successors or assigns, all official documents and communications as may be warranted by this assignment.

HUDSON FOODS, INC.

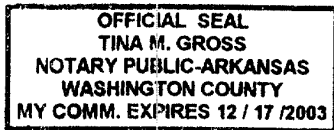
By: *Dennis Katherby*
Title: TREASURER

Signed and sworn to before me this 9th day of June, 1998.

Tina M. Gross

Notary Public

SEAL



My Commission Expires:

 12-17-2003

SCHEDULE A

<u>Registration No.</u>	<u>Mark</u>	<u>Goods/Services</u>
<i>United States</i>		
2,005,805	BREAKFAST ON THE GO! & Des.	Breakfast sandwiches
1,876,055	CAFE PIERRE	Prepared sandwiches
1,797,362	CAFETERIA ADVENTURES the	Promoting public awareness of need for good nutritional habits and hot lunch programs
1,331,238	COMMODITY MAGIC	Food management services for schools
1,912,699	DINE 'N WITH	Prepared sandwiches for use in the food service industry
2,052,455	FAST CHOICE	Prepared sandwiches
2,152,895	FAST CHOICE	Prepared, packaged entrees consisting primarily of meat, poultry, or vegetables
1,554,935	FRENCH TOAST BOAT	Frozen, precooked French toast
1,626,155	FRENCH TOAST BOAT & Des.	Frozen, precooked French toast
2,112,383	GLOBAL GRILL	Meat and poultry marketed primarily to school food service outlets
1,121,101	GOLDDIGGERS	Beef and veal fritters with cheese
1,521,147	GOLDDIGGER BEEF NUGGET	Cooked, breaded, nugget shaped beef steak
1,388,438	HOT DIGGITY SUBS	Frozen meat and poultry

		patties shaped to fit hot dog buns used in institutional trade
1,387,648	HOT DIGGITY SUBS & Des.	Frozen meat and poultry patties shaped to fit hot dog buns for use in institutional trade
1,677,773	LEAN MAGIC	Prepared meat and poultry
1,517,327	LIKE MOM'S & Des.	Prepared frozen meat loaf, meatballs and beef patties
1,917,400	LINK-N-DOG	Prepared sandwiches for use in the food service industry
1,505,035	MICRO-WICHES	Prepared frozen microwaveable sandwiches
2,052,456	PIERRE CLASSICS	Prepared sandwiches
2,016,292	PIERRE MAIN STREET DINER	Prepared, pre-cooked frozen entrees consisting primarily of meat and poultry, for sale in vending machines
1,270,140	PIZZA PARLOR SANDWICH	Kit for making hot sandwiches
1,642,199	PIZZA PARLOR SANDWICH	Pre-wrapped sandwiches
1,926,623	PIZZA PARLOR SUB	Prepared sandwiches for use in the food service industry
1,784,320	QUICK-WICHES	Prepared frozen, microwaveable sandwiches
1,257,730	RIB-B-Q	Meat and poultry products
1,270,954	RIB-B-Q	Barbecue sauce
1,598,832	RIB-B-Q	Frozen preassembled sandwiches

1,276,424	RIB-B-Q & Des.	Meat and poultry products
1,275,419	RIB-B-Q & Des.	Barbecue sauce
2,132,710	RIB-B-Q & Des.	Meat and poultry
1,928,706	SAUS-A-RAGE	Prepared sandwiches for use in the food service industry
1,505,013	TWO-FERS	Processed meat and poultry
1,599,764	TWO-FERS	Frozen preassembled sandwiches
1,772,497	VILLA CINTI	Processed meats
1,781,595	WONDERBITES	Prepared meat and poultry

State of Ohio

TM7,315	PIERRE & Des.	Meats and processed foods
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<u>Application No.</u>	<u>Mark</u>	<u>Goods/Services</u>
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United States

75/392520	H.E.L.P.S. HEALTHCARE ENTREE LOW PREP SELECTIONS	Prepared entrees consisting primarily of meat or poultry
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