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FORM PTO-1994
1-31-92

100791569
TRADEMARKS ONLY

ER SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Attorney Docket No. 80997.06764

Address to: Commissioner of Patents and Trademarks, Box Assignments,
Washington, D.C. 20231

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Anan Anabtawi, a U.S. citizen
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State:
 Other

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

2. Name and Address of receiving party(ies):
Name: Pet Specialties, Inc.
Internal Address:
Street Address: 900 Market Street
City: Wilmington State: Delaware Zip: 19801
 Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State: Delaware
 Other

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

Execution Date: January 20, 1997

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

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) See Attached List

B. Trademark registration No.(s) See Attached List

Additional Numbers attached? Yes No

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

Name: Deborah B. Crenshaw

Internal Address:

Street Address:
Thompson & Knight, P.C.
1700 Pacific Avenue, Suite 3300

City: Dallas State: Texas Zip: 75201

6. Total number of applications and registrations involved: 4 (four)

7. Total Fee (37 CFR 3.41): \$115.00
(payable to Commissioner of Patents and Trademarks)

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

Please charge any excess fees that are not covered in the enclosed check to Account No. 20-0821 of Thompson & Knight, P.C.

(Attach Duplicate Copy of this page if paying by deposit account)

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.

Deborah B. Crenshaw
Name of Person Signing

Deborah B. Crenshaw
Signature

8/10/98
Date

08/13/1998 DMGUYEN 00000006 1397050

01 FC:481 40.00 00
02 FC:482 75.00 00

Total number of pages comprising cover sheet

2

OMB No. 0651-0011

80997 06764 CO:P 199668

TRADEMARK
REEL: 1767 FRAME: 0495

Attachment A to Trademark Recordation Form PTO-1994

Conveying Party: Anan Anabtawi
Receiving Party: Pet Specialties, Inc.

Mark	Registration Number	Goods
CLINICAL DIETS	1,387,050	Pet food, namely dog food and cat food in Int'l Class 31.
ANF	1,383,921	Caloric dietary feed supplement for animals in the form of chicken fat. Pet food, namely dog food, cat food and pet treats in Int'l Classes 5 and 31.
ANF	1,156,576	Dog food in Int'l Class 31.

Pending Federal Trademark Application

Mark	Serial Number	Goods
ADVANCE	74/099,811	Pet food and pet snacks in Int'l Class 31.

80997 06764 CORP 201533

TRADEMARK ASSIGNMENT AGREEMENT

THIS TRADEMARK ASSIGNMENT AGREEMENT (this "Agreement"), effective as of January 20, 1997, (the "Effective Date") is made by and between ANAN ANABTAWI, an individual located at 15 Monarch Bay Plaza, #606, Dana Point, California 92629 ("Assignor"); and PET SPECIALTIES, INC., a Delaware corporation located at 900 Market Street, Wilmington, Delaware 19801 ("Assignee").

W I T N E S S E T H:

WHEREAS, Assignor has adopted and used and in certain cases registered or applied for registration of the trademarks listed on Exhibit A to this Agreement in connection with the goods listed thereon (the "Marks"); and

WHEREAS, Assignor has agreed to assign and Assignee has agreed to acquire all of Assignor's right, title, and interest in and to the Marks, both registered and common law, the goodwill of the business symbolized thereby, and the right to recover damages and profits for past infringement thereof;

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. Assignor hereby assigns, transfers and conveys unto Assignee all of Assignor's right, title and interest in and to the Marks, both registered and common law, the goodwill of the business symbolized thereby, and the right to recover damages and profits for past infringement thereof.

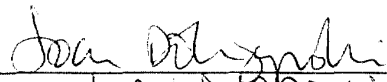
2. This Agreement shall be governed by and construed in accordance with the laws of the United States of America.

IN WITNESS WHEREOF, Assignor has caused its duly authorized representative to execute this Assignment effective as of the date first above written.



ANAN ANABTAWI

PET SPECIALTIES, INC.

By: 
Name: JOAN DOBRZANSKI
Title: VICE PRESIDENT

STATE OF _____ §
COUNTY OF _____ §

BEFORE ME, the undersigned authority, a Notary Public, on this day personally appeared ANAN ANABTAWI, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the _____ day of June, 1998.

Notary Public, State of _____

STATE OF Delaware §
COUNTY OF New Castle §

On this day, before me, the undersigned, a Notary Public, duly commissioned, qualified and acting, the within named Joan Dobrzynski, who stated that she was the Vice President of PET SPECIALTIES, INC., a Delaware corporation, and was duly authorized in his capacity to execute the foregoing instrument for and in the name and behalf of said corporation, and further stated that and acknowledged that he had so signed, executed and delivered said foregoing instrument for consideration, uses and purposes therein mentioned and set forth.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal on this 3d day of June, 1998.

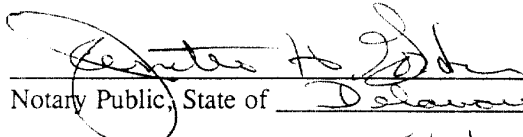

Notary Public, State of Delaware
My Commission expires 5/3/2001

EXHIBIT A TO TRADEMARK ASSIGNMENT AGREEMENT

TRADEMARKS OWNED BY PET SPECIALTIES, INC.

COUNTRY	MARK (INT'L CLASS)	GOODS/SERVICES	SERIAL/REG. NUMBER	REG. DATE/ FILE DATE
Australia	ANF (Int'l Class 31)	Foodstuffs for animals	528,828	02/14/90
Austria	ANF (Int'l Class 31)	Food for animals, feeding stuff	131,110	06/08/90
Austria	TAMI (Int'l Class 31)	Food for animals, feeding stuff	131,425	06/26/90
Bahamas	ANF (Int'l Class 42)	Foodstuffs for animals	14,066	05/28/90
Bahamas	TAMI (Int'l Class 42)	Foodstuffs for animals	14,065	05/28/90
Benelux	ANF (Int'l Class 31)	Foodstuffs for animals	476,745	07/11/90
Benelux	ANF (Int'l Class 31)	Foodstuffs for animals	532,143	06/30/93
Benelux	TAMI (Int'l Class 31)	Foodstuffs for animal	480,397	01/02/91
Bermuda	ANF (Int'l Class 31)		21,109	10/15/90
Bermuda	TAMI (Int'l Class 31)		21,108	10/15/90

COUNTRY	MARK (INT'L CLASS)	GOODS/SERVICES	SERIAL/REG. NUMBER	REG. DATE/ FILE DATE
Canada	A.N.F.	Dog food	285,222	11/25/83
Canada	TAMI	Cat food	386,448	07/05/91
Canada	TAMIAMI	Pet food namely, cat food	285,221	11/25/83
Canada	TAMI-AMI & Design	Pet food namely, cat food	286,576	01/06/84
China	ANF (Int'l Class 31)	Forage for animal consumption	827,042	03/28/96
Denmark	ANF (Int'l Class 31)		5519/1991	08/30/91
Denmark	TAMI (Int'l Class 31)		2151/1991	04/12/91
Dominican Republic	ANF (Nat'l Class 62)	Animal food	60,294	06/15/91
Dominican Republic	TAMI (Nat'l Class 62)	Animal food	50,965	04/19/91
Estonia	ANF (Int'l Class 31) ¹			

¹ This application has not passed the examination procedure yet and according to the regulations of Estonian Patent Office the information related to the pending application is not available.

COUNTRY	MARK (INT'L CLASS)	GOODS/SERVICES	SERIAL/REG. NUMBER	REG. DATE/ FILE DATE
Finland	ANF (Int'l Class 31)	Foodstuffs for animals	118,110	04/06/92
Finland	TAMI (Int'l Class 31)	Foodstuffs for animals	118,111	04/06/92
France	ANF (Int'l Class 31)	Pet foods	1,575,702	02/15/90
France	TAMI (Int'l Class 31)	Pet foods	1,575,703	02/15/90
Germany	ANF (Int'l Class 31)	Foodstuffs for animals, in particular for small domestic animals	1 184 566	04/10/92
Germany	TAMI (Int'l Class 31)	Foodstuffs for animals, in particular for small domestic animals	1,166,519	10/25/90
Germany	TAMIAMI (Int'l Class 31)	Foodstuffs for animals	39,548,539	01/25/96
Hong Kong	ANF (Int'l Class 31)	Foodstuffs for animals	01803/94	8/21/92
Hong Kong	TAMIAMI ²		2461/85	
Hong Kong	TAMIAMI (Stylized) ³		2462/85	

² This mark has expired.

³ This mark has expired.

COUNTRY	MARK (INT'L CLASS)	GOODS/SERVICES	SERIAL/REG. NUMBER	REG. DATE/ FILE DATE
Hong Kong	TAMI ⁴		4562/90	
Hungary	ANF (Int'l Class 31)	Pet food	143,996	04/06/94
Indonesia	ANF ⁵			
Indonesia	TAMI		279,388	09/02/92
Italy	ANF (Int'l Class 31) ⁶	Agricultural, horticultural and forestry products and grains; live animals; fresh fruits and vegetables; seeds, natural plants and flowers; foodstuffs for animals, malt	582,214	12/02/92
Italy	TAMI (Int'l Class 31) ⁶	Agricultural, horticultural and forestry products and grains; live animals; fresh fruits and vegetables; seeds, natural plants and flowers; foodstuffs for animals, malt	582,213	12/02/92

⁴ This mark is abandoned.

⁵ This application has not been filed.

⁶ Separate assignment executed.

COUNTRY	MARK (INT'L CLASS)	GOODS/SERVICES	SERIAL/REG. NUMBER	REG. DATE/ FILE DATE
Jamaica	ANF ⁷		32/278	
Japan	ANF (Int'l Class 31) ⁸			
Japan	TAMI ⁹		19312/90	
Japan	TAMIAMI (Int'l Class 31)	Feedstuffs and belonging to this class	1,979,934	08/19/87
Korea	A.N.F. (Int'l Class 1,29,30,31)		296,563	08/24/94
Latvia	ANF (Int'l Class 31)		35,641	02/20/97
Lithuania	ANF (Int'l Class 31)	Animal foodstuffs	25548	06/21/94
Macao	A.N.F. (Int'l Class 31)		10,203	06/08/94
Macao	TAMI (Int'l Class 31)		10,202	11/07/97

⁷ This mark is abandoned.

⁸ This mark was rejected.

⁹ This mark is abandoned.

COUNTRY	MARK (INT'L CLASS)	GOODS/SERVICES	SERIAL/REG. NUMBER	REG. DATE/ FILE DATE
Malaysia	ANF (Int'l Class 31)	Foodstuffs for animals	90/01254	02/22/90
Malaysia	ADVANCED NUTRITION FORMULA			
Malaysia	TAMI (Int'l Class 31)	Foodstuffs for animals	90/01253	02/22/90
Malaysia	TAMIAMI ¹⁰			
Mexico	ANF (Int'l Class 31)		397,105	06/26/91
Mexico	TAMI (Int'l Class 31)		410,897	04/14/92
Norway	ANF (Int'l Class 31)	Foodstuffs for animals	147,617	11/21/91
Norway	TAMI (Int'l Class 31)	Foodstuffs for animals	146,493	08/15/91
Philippines	ANF (Int'l Class 31)	Pet food, namely: dog food, cat food and pet treats	53,758	10/13/92
Philippines	TAMI (Int'l Class 31)	Foodstuffs for animals	52,929	07/15/92
Russia	ANF (Int'l Class 31)		131,399	04/14/94

¹⁰ This mark is abandoned.

COUNTRY	MARK (INT'L CLASS)	GOODS/SERVICES	SERIAL/REG. NUMBER	REG. DATE/ FILE DATE
Singapore	ANF (Int'l Class 31)	Foodstuff for animals	T92/07078A	09/17/92
Singapore	ANF 30 ¹¹		770/85	
Singapore	TAMI (Int'l Class 31)	Foodstuffs for animals	T90/03222Z	05/07/90
Singapore	TAMI AMI ¹²			
Spain	ANF (Int'l Class 31)	Foodstuffs for animals	1,580,479	12/05/91
Spain	TAMI ¹⁴		01580478/X	
Sweden	ANF (Int'l Class 31)		227,077	10/11/91
Sweden	TAMI ¹⁵			

¹¹ This mark is abandoned.

¹² This mark is abandoned.

¹³ Separate assignment executed.

¹⁴ This mark is abandoned.

¹⁵ This mark is abandoned.

COUNTRY	MARK (INT'L CLASS)	GOODS/SERVICES	SERIAL/REG. NUMBER	REG. DATE/ FILE DATE
Switzerland	ANF (Int'l Class 31)		380,068	02/14/90
Switzerland	TAMI (Int'l Class 31)		380,069	04/14/90
Taiwan	ANF (Int'l Class 31)		491,283	07/15/90
Taiwan	TAMI (Int'l Class 31) ¹⁶		491,289	08/16/90
Taiwan	TAMIAMI (Stylized) (Int'l Class 31) ¹⁷		295,954	08/15/90
Taiwan	TAMIAMI (WORDS) (Int'l Class 31)		295,953	09/01/85
Thailand	ANF ¹⁸			
Trinidad & Tobago	ANF Advanced Nutrition Formula (Int'l Class 42)	Pet food	B15713	04/03/87
Trinidad & Tobago	TAMIAMI (Int'l Class 42)	Pet food	15,712	04/03/87

¹⁶ This mark has expired.

¹⁷ This mark has expired.

¹⁸ This application has not been filed due to nondistinctiveness under Thai law.

COUNTRY	MARK (INT'L CLASS)	GOODS/SERVICES	SERIAL/REG. NUMBER	REG. DATE/ FILE DATE
United Kingdom	ANF (Int'l Class 31) ¹⁹	Foodstuffs for animals; additives and supplements for the aforesaid goods	1,547,745	09/01/95
United Kingdom	TAMIAMI ²⁰		1,194,048	
United States	ADVANCE (Int'l Class 31)	Pet food and pet snacks	74/699,811	07/11/95
United States	ANF (Int'l Class 5,31)	Caloric dietary feed supplement for animals in the form of chikiben for pet food, namely, dog food, cat food and pet treats.	1,383,921	02/25/86
United States	ANF (Int'l Class 31)	Dog food	1,156,576	06/02/81
United States	ANF ADVANCED NUTRITION FORMULA (Int'l Class 31) ²¹	Dog food and pet treats	73/601,077	05/27/86
United States	ANF ADVANTAGE (Int'l Class 31) ²²	Pet food	1,597,726	05/22/90

¹⁹ Separate assignment executed.

²⁰ This mark has expired.

²¹ This mark is abandoned.

²² This mark has expired.

COUNTRY	MARK (INT'L CLASS)	GOODS/SERVICES	SERIAL/REG. NUMBER	REG. DATE/ FILE DATE
United States	CLINICAL DIETS (Int'l Class 31)	Pet food, namely dog food and cat food	1,397,050	06/10/86
United States	Design Only (Int'l Class 31) ²³	Pet food, namely, cat food	1,187,038	01/19/82
United States	NATURAL APPROACH (Int'l Class 31) ²⁴	Pet food	74/189,898	08/09/94
United States	TAMI AMI (FRIEND) (Int'l Class 31) ²⁵	Pet food, namely cat food	1,364,792	10/08/85
Venezuela	ANF (Int'l Class 31)		46884-94	01/05/96

²³ This mark has expired.

²⁴ This mark is abandoned.

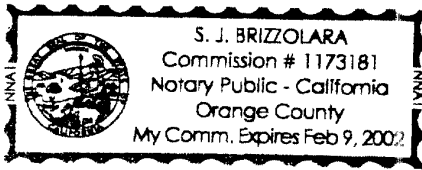
²⁵ This mark has expired.

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California }
County of ORANGE } ss.

On JUNE 04, 1998, before me, S. J. BRIZZOLARA
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")
personally appeared ANAN ANASTAS
Name(s) of Signer(s)

personally known to me
 proved to me on the basis of satisfactory evidence



to be the person(s) whose name(s) ~~is/are~~ subscribed to the within instrument and acknowledged to me that ~~he/she/they~~ executed the same in ~~his/hers/their~~ authorized capacity(ies), and that by ~~his/hers/their~~ signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

[Signature]
Signature of Notary Public

Place Notary Seal Above

- OPTIONAL -

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: _____

Document Date: _____ Number of Pages: _____

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer

Signer's Name: _____

- Individual
- Corporate Officer — Title(s): _____
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer Is Representing: _____

RIGHT THUMBPRINT OF SIGNER

Top of thumb here