

08-20-1998



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MFR
8/17/98

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership Corporation Association
- 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

FOR OFFICE USE ONLY

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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

REEL: 1770 FRAME: 0565

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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

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. #

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" value="75/343914"/> | <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"/> | <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. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

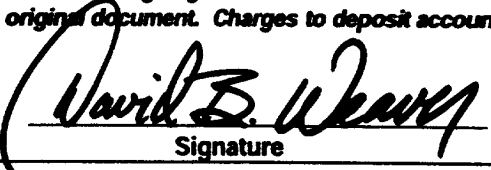
Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)

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.

David B. Weaver  8-13-98

Name of Person Signing Signature Date Signed

ASSIGNMENT OF NAMES AND MARKS

WHEREAS, **PARK, L.P. d/b/a PARK FOODS, L.P.**, an Illinois limited partnership ("Assignor"), is the owner of certain names and marks (including both service marks and trade marks), registrations thereof, and pending applications for registration in the form more fully described in Exhibit "A" attached hereto (the "Names and Marks");

WHEREAS, Assignor and **AC HUMKO CORP.**, a Delaware corporation ("Assignee"), have executed that certain *Asset Purchase Agreement*, dated as of March 13, 1998 (the "Purchase Agreement");

WHEREAS, pursuant to the terms of the Purchase Agreement, Assignor desires to assign and Assignee desires to receive all of Assignor's worldwide rights, titles and interests in and to the Names and Marks, together with the respective goodwill associated therewith;

NOW THEREFORE, for the consideration set forth in the Purchase Agreement, and other good and valuable consideration, the sufficiency of which is hereby acknowledged, Assignor hereby distributes, assigns and conveys to Assignee, its successors and assigns, Assignor's entire worldwide rights, titles, and interests, including all rights of action heretofore accrued to Assignor or to accrue to Assignor, to said Names and Marks, all pending applications and registrations thereof, and the right to register such Names and Marks in any and all jurisdictions throughout the world, and all rights of renewal thereof, together with the goodwill of Assignor's businesses associated with and symbolized by the Names and Marks. Not later than 60 days after the date herewith, Assignor shall deliver to Assignee all executed documents necessary to evidence the above assignment, marketable title for the Names and Marks free and clear of all liens and encumbrances, and permit the registration thereof before the appropriate regulatory agency.

Executed as of the 17th day of March, 1998.

PARK, L.P. d/b/a PARK FOODS, L.P.,
an Illinois limited partnership

By: **Pfingsten Investment Partnership I, L.P.**,
a limited partnership, General Partner

By: **Pfingsten Acquisition Corporation I**,
a corporation, General Partner

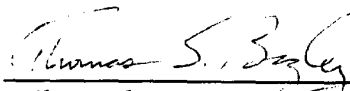
By: 
Name: *Thomas S. Bagley*
Title: *President*

EXHIBIT A
INTELLECTUAL PROPERTY

I. Registered Trademarks:

| Trademark | Registration Date | Expiration Date | Reg. No. | Serial No. | State/Country |
|---------------------|---------------------|-----------------|-------------|------------|---------------|
| Rustico | Application Pending | - | | 75-343914 | U.S. |
| Fluid Fry | 5/13/86 | 5/13/06 | 1,393,430 | 558,523 | U.S. |
| Sugar Creme | 12/12/88 | 11/20/05 | 6,851,223 | - | Nebraska |
| Respondo | 2/16/93 | 2/16/03 | 1,752,765 | 74,259,278 | U.S. |
| Fi Bran Bread Mix | 5/13/86 | 12/3/99 | 851,016,765 | - | Colorado |
| Coffee Break Donuts | 12/12/88 | 11/20/05 | 6,858,236 | - | Nebraska |

II. United States Patents:

| Type | Description | Patent No. | Status |
|-------------------------|---------------------------------------------------------------------------------------------------------------------|------------|---------|
| Fractionization Process | "Multi-Step Crystallization and Blending Process for Making Physiochemically Designed Fat Compositions from Tallow" | 3,944,585 | Expired |
| Fractionization Process | "Physiochemically Designed Fat Compositions from Tallow and Process" | 4,072,766 | Expired |
| Fractionization Process | "License for Physiochemically Designed Fat Composition from Tallow and Process for Making" | 4,049,839 | Expired |
| Fractionization Process | "Continuous Fractionization of Tallow and Production of Cocoa Butter-Like Plastic Fat" | 4,127,597 | Expired |

TRADEMARK