

09-08-1998

Atty. Dkt. No. 9346:65

Form PTO 1584
1-31-82



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

9-1-98

100823069

To the Honorable Commissioner of Patents & Trademarks: Please record the attached original documents or copies thereof

1. Name of conveying party(ies):
Cream Products Company, Inc.

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

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

2. Name and address of receiving party(ies):
Name: Star Specialty Foods, Inc. SEP 2
Internal Address: _____
Street Address: 5956 Sherry Lane
City: Dallas State: TX ZIP: 75225

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

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

Execution Date: July 31, 1996

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or Registration number(s):
A. Trademark Application No.(s)
Additional numbers attached? Yes No

B. Trademark registration No.(s) 743071; 770462; 823700; 832259; 1190147; 1744692; 1771663

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: David H. Judson, Reg. No. 30,467

Internal Address: Hughes & Luce, L.L.P.
Suite 2800

Street Address: 1717 Main Street

City: Dallas State: Texas ZIP: 75201

6. Total number of applications and trademarks involved: 7

7. Total fee (37 CFR 3.41):..... \$ 280.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____
(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.
David H. Judson

Name of Person Signing Signature 11/98 Date

Total number of pages including cover sheet: 5

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

09/04/1998 SSMITH 00000040 743071

Commissioner of Patents and Trademarks
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Washington, D.C. 20231

01 FC:481
02 FC:482

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150.00 OP

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CHECK REFUND


TRADEMARK

REEL: 1778 FRAME: 0788

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ASSIGNMENT

WHEREAS CREAM PRODUCTS COMPANY, INC., a corporation of the State of Indiana, United States of America, located at Three Westbrook Corporate Center, Westchester, Illinois 60154, United States of America (hereinafter referred to as "ASSIGNOR"), is the owner of the following trademarks in the United States of America, and of the following registrations thereof in the United States Patent and Trademark Office:

<u>Trademark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
HY 'N DRY	743071	01 Jan 1963
COFFEE HIGH	770462	26 May 1964
HY DERV	823700	07 Feb 1967
	832259	18 Jul 1967
MIRAGE	1190147	16 Feb 1982
GENERATION III	1744692	05 Feb 1993
KREEMLINE	1771663	18 May 1993

WHEREAS ASSIGNOR is the owner of the following trade name in the United States of America, which it uses in connection with the following goods:

<u>Trade Name</u>	<u>Goods</u>
CREAM PRODUCTS COMPANY, INC.	Sour non-dairy food product useable as a dressing, dip, spread, or sauce; liquid imitation whipping cream adapted for making toppings, pie fillings, custards, cream fills between layers of layer cakes, and as an ingredient in butter or cream icings and cheese cakes; liquid imitation cream; non-dairy whipped topping bases; non-dairy fountain topping preparations; 10.5% butterfat dairy product used for coffee whitening and as an ingredient for baking; 36% butterfat dairy product used for toppings and as an ingredient for baking; 18% butterfat dairy product used for coffee whitening and as an ingredient for baking; non-dairy toppings for bakery goods, pastries, desserts, and like food products; stabilized cream used for whipped toppings and as an ingredient for baking; sour cream; and aerosol dairy product, and aerosol non-dairy product, used as whipped toppings for desserts

WHEREAS STAR SPECIALTY FOODS, INC., a corporation of the State of Delaware, United States of America, located at 5956 Sherry Lane, Dallas, Texas 75225, United States of America (hereinafter referred to as "ASSIGNEE"), is desirous of acquiring the entire right, title, and interest in and to said trademarks and registrations and trade name, together with the goodwill of the business symbolized by said trademarks and trade name, as well as all rights and interests, both legal and equitable, in and to, and appurtenant to, said trademarks and registrations and trade name, including all causes of action for the present and/or past infringement of, or unfair competition with, said trademarks and trade name;

NOW, THEREFORE, in consideration of the sum of ten dollars (\$10.00) and other good and valuable consideration, the sufficiency and the receipt of which are hereby acknowledged, ASSIGNOR hereby sells, assigns, transfers, and sets over unto ASSIGNEE, its legal representatives, successors, and assigns, the entire right, title, and interest in and to said trademarks and registrations and trade name, together with the goodwill of the business symbolized by said trademarks and trade name, as well as all rights and interests, both legal and equitable, in and to, and appurtenant to, said trademarks and registration and trade name, including all causes of action for the present and/or past infringement of, or unfair competition with, said trademarks and trade name.

IN WITNESS WHEREOF, ASSIGNOR has caused this instrument of assignment to be executed, by its duly authorized officer, this 31 day of July, 1996.

CREAM PRODUCTS COMPANY, INC.

By [Signature]
 John A. Bluenke, Jr.
 President

ACKNOWLEDGMENT

UNITED STATES OF AMERICA)
 STATE OF x Texas)
 COUNTY OF x Dallas) ss.

Before me, the undersigned Notary Public, duly qualified, commissioned, and acting, in and for the State and County aforesaid, personally appeared John A. Bluenke, Jr., who is personally known to me, and known by me to be President of Cream Products Company, Inc., the Indiana corporation named in the above and foregoing instrument, and did acknowledge that he signed, sealed, and delivered the foregoing instrument as his free and voluntary act and deed, and as the free and voluntary act and deed of said corporation, for the uses and purposes therein set forth, and that he was duly authorized so to do.

IN WITNESS WHEREOF, I have hereunto set my hand and impressed my notarial seal, at Dallas, Texas, United States of America, this 31 day of July, 1996.

NOTARIAL
 SEAL

[Signature]
 Notary Public

My commission expires: 15 February