

Wed 9-11-98

09-14-1998

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To the Honorable Commissioner



100828193

attached original documents or copy thereof.

1. Name of conveying party(ies):

WFI, Inc.
Suite 202
One Little Falls Centre
Wilmington, DE 19808

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Nunc Pro Tunc Assignment effective
as of JULY 2, 1996
- Merger
- Change of Name

Execution Date: September 1, 1998

2. name and address of receiving party(ies):

Name: Wise Foods Investments, Inc.

Internal Address: _____

Street Address: Suite 202
One Little Falls Centre

City: Wilmington State: DE ZIP: 19808

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

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,314,871
849,904
818,892

Additional numbers attached? Yes No

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

Name: Kathy Hamilton

Internal Address: 27th Floor

Street Address: reSOURCE PARTNER
180 East Broad Street

City: Columbus State: OH ZIP: 43215

6. Total number of applications and registrations involved: _____

3

7. Total fee (37 CFR 3.41):..... \$ 90.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

23-2653

(Attach duplicate copy of this page if paying by deposit account)

09/11/1998 BCDATES 00000130 232553 1314871

01 FC:481 48.00 CH
02 FC:482 50.00 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.

Kathy Hamilton
Name of Person Signing

Kathy Hamilton
Signature

September 9, 1998
Date

Total number of pages comprising cover sheet: _____

3

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

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

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

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

ASSIGNMENT NUNC PRO TUNC

WHEREAS, WFI, INC. ("Assignor"), a Delaware Corporation having its principal place of business at Suite 202, One Little Falls Centre, Wilmington, Delaware 19808, is the owner of the trademarks now registered listed on the attached schedule A ("Trademarks) in the United States Patent and Trademark Office as set forth on such Schedule A.

WHEREAS, WISE FOODS INVESTMENTS, INC. ("Assignee"), a Delaware Corporation, is desirous of acquiring said marks and the registrations therefor;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said WFI, INC. does hereby assign unto said WISE FOODS INVESTMENTS, INC. nunc pro tunc as of July 2, 1996, all right, title, and interest in the United States in and to said marks, together with the good will of the business as symbolized by said marks and the registrations therefor.

Assignor and Assignee acknowledge that this Assignment of the Trademarks is made subject to the terms of Paragraph 2.1(a)(x) of that Wise Conveyance and Transfer Agreement made by and among, inter alia, Assignor and Assignee dated as of July 2, 1996.

IN WITNESS WHEREOF, Assignor and Assignee have caused this assignment to be executed effective as of July 2, 1996.

STATE OF DELAWARE)
)
COUNTY OF NEW CASTLE) SS

WFI, INC.
By: Phyllis R. Yeatman
Name: Phyllis R. Yeatman
Title: Assistant Secretary

On this 1st day of September, 1998, before me appeared Phyllis R. Yeatman, the person who signed this instrument who acknowledged that she signed it as a free act on behalf of WFI, INC., the Assignor above named.

Ann Marie Savina
Notary Public

(SEAL)

My Commission Expires:

ANN MARIE SAVINA
NOTARY PUBLIC-DELAWARE
My Commission Expires December 12, 1998

WISE FOODS INVESTMENTS, INC.

By: Phyllis R. Yeatman

Name: Phyllis R. Yeatman

Title: Assistant Secretary

On this 1st day of September 1, 1998, before me appeared Phyllis R. Yeatman, the person who signed this instrument who acknowledged that she signed it as a free act on behalf of WISE FOODS INVESTMENTS, INC., the Assignor above named.

Ann Marie Savina
Notary Public

(SEAL)

My Commission Expires:

ANN MARIE SAVINA
NOTARY PUBLIC-DELAWARE
My Commission Expires December 12, 1998

SCHEDULE A
NUNC PRO TUNC ASSIGNMENT FROM WFL, INC. TO WISE FOODS INVESTMENTS, INC.
August 28, 1998

<u>Mark</u>	<u>App. #</u>	<u>App. Dt.</u>	<u>Reg. #</u>	<u>Reg. Dt.</u>	<u>Classes</u>	<u>TM Status</u>	<u>Goods & Services</u>
A RUGGED CUT POTATO CHIP	468,130	3/1/1984	1,314,871	1/15/1985	29	REGISTERED	POTATO CHIPS.
GADGETS	265,797	3/2/1967	849,904	5/28/1968	30	RENEWED	PUFFED SNACK PRODUCTS-NAMELY, PUFFED SNACKS MADE FROM WHEAT.
PIZZA KRISPS	217,208	4/23/1965	818,892	11/15/1966	30	RENEWED	BAKED, FLAVORED, CORN MEAL SNACK PRODUCT IN PUFFED FORM.