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100744137

100829727

To the Honorable Commissioner of Patent

1. Name of Conveying party(ies):

Salerno Foods, L.L.C.

5-1-98

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other Limited Liability Company (DE)

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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other _____

Execution Date: April 3, 1998

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

Name: The Delicious Frookie Company, Inc.

Internal Address: _____

Street Address: 2720 River Road

City: Des Plaines State: IL ZIP: 60018

- 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)

75/223,024; 75/361,740; 75/243,716;
75/243,717

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: Lawrence A Hoffman

Internal Address: Olshan Grundman Frome

& Rosenzweig, LLP

Street Address: 505 Park Avenue

City: New York State: NY ZIP: 10022

6. Total number of applications and registrations involved: 32

7. Total fee (37 CFR 3.41) \$ 815.00

- 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

05/11/1998 DCOATES 00000103 75223024

01 FC:481 40.00 DP
02 FC:482 775.00 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.

Lawrence A Hoffman
Name of Person Signing

Lawrence A Hoffman
Signature

April 29, 1998
Date

09/15/1998 SMITH 00000027 75223024
25.00 DP

Total number of pages comprising cover sheet: 3

Cover Sheet Attachment: Item 4B
Assignment to The Delicious Frookie Company, Inc.
Dated 4/3/98

<u>TRADEMARK</u>	<u>REGISTRATION NUMBER</u>	<u>REGISTRATION DATE</u>
ANGEL CAKE	922,608 (s)*	October 19, 1971
BURRY'S CHEEZ*TRAWS and Design	809,349	May 31, 1966
COCO CHIP RINGS	1,849,725 (s)	August 9, 1994
DEVILMINT (stylized)	434,589	November 25, 1947
FIDDLE FLAKES	810,843	July 5, 1966
FUDGE TOWN	808,624	May 17, 1966
LEMON PUNCH	836,408	October 3, 1967
LEMON RINGS	1,849,727 (s)	August 9, 1994
LICKITY SPLITS	845,572	March 5, 1968
LICKITY SPLITS	865,885	March 4, 1969
MAMA'S	2,106,597	October 21, 1997
MAMA'S (stylized)	439,154	June 8, 1948
MAMA'S CHARACTER Design	2,132,678	January 27, 1998
OATMEAL RAISIN RINGS	1,848,728 (s)	August 9, 1994
ORANGE PUNCH	836,407	October 3, 1967
PINK PUNCH	841,713	January 2, 1968
ROYAL	652,140	September 24, 1957
ROYALES	1,795,175	September 28, 1993
SALERNO	2,071,628	June 17, 1997
SALERNO (stylized)	607,363	June 14, 1955
SALERNO and Design	1,179,423	November 24, 1981
SALERNO and Design	1,188,855	February 2, 1982
SCOOTER PIE	834,843	September 5, 1967
SCOOTER-PUFFS	858,047	October 1, 1968
SIERRA ECLAIRS	1,019,530	September 2, 1975
SLAPSTIX	810,508	June 28, 1966

*"(s)" refers to registrations on the Supplemental Register.

TRADEMARK

**REGISTRATION
NUMBER**

**REGISTRATION
DATE**

SUGAR RINGS

1,849,716

August 9, 1994

TWO POUNDER

2,085,100 (s)

July 29, 1997

WE'RE MORE THAN BAKERS.
WE'RE BUSINESS MAKERS

1,218,575

November 30, 1982

ASSIGNMENT OF INTELLECTUAL PROPERTY RIGHTS

KNOW ALL MEN BY THESE PRESENTS, that, in accordance with the terms and conditions of that certain Asset Purchase Agreement dated April 3, 1998 (the "Purchase Agreement"), by and between THE DELICIOUS FROOKIE COMPANY, INC., a Delaware corporation (the "Assignee") and SALERNO FOODS, L.L.C., a Delaware limited liability company (the "Assignor"), for good and valuable consideration, the receipt and sufficiency whereof is hereby acknowledged, Assignor has sold, assigned and set over, and by these presents does sell, assign and set over unto Assignee, all of the right, title and interest of Assignor in and to:

The Federal trademark registrations and pending applications set forth on Schedule I attached hereto, together with the associated goodwill (collectively, the "Marks"), together with any renewals of such Marks; for the use of Assignee, its successors and assigns to the full extent of the term or terms for which such Marks may have been granted or registered, as fully and entirely as the same would have been held and enjoyed by Assignor if this sale, assignment and transfer had not been made.

Assignor does hereby covenant and agree to execute and deliver such further documents and instruments as may be necessary or desirable in order to fully vest in Assignee all of Assignor's right, title and interest in and to the foregoing property.

IN WITNESS WHEREOF, the Assignor has caused these presents to be executed this 3rd day of April, 1998.

SALERNO FOODS, L.L.C.

By: Robert D. Long
Name: ROBERT D. LONG
Title: MANAGING MEMBER

**SCHEDULE I
TO
ASSIGNMENT OF INTELLECTUAL PROPERTY INTEREST**

United States Trademark Registrations:

<u>TRADEMARK</u>	<u>REGISTRATION NUMBER</u>	<u>REGISTRATION DATE</u>
ANGEL CAKE	922,608 (S)*	October 19, 1971
BURRY'S CHEEZ*TRAWS and Design	809,349	May 31, 1966
COCO CHIP RINGS	1,849,725 (S)	August 9, 1994
DEVILMINT (stylized)	434,589	November 25, 1947
FIDDLE FLAKES	810,843	July 5, 1966
FUDGE TOWN	808,624	May 17, 1966
LEMON PUNCH	836,408	October 3, 1967
LEMON RINGS	1,849,727 (S)	August 9, 1994
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ORANGE PUNCH	836,407	October 3, 1967
PINK PUNCH	841,713	January 2, 1968

* "S" refers to registrations on the Supplemental Register.

United States Trademark Registrations (Cont.):

<u>TRADEMARK</u>	<u>REGISTRATION NUMBER</u>	<u>REGISTRATION DATE</u>
ROYAL	652,140	September 24, 1957
ROYALES	1,795,175	September 28, 1993
SALERNO	2,071,628	June 17, 1997
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TWO POUNDER	2,085,100 (S)	July 29, 1997
WE'RE MORE THAN BAKERS. WE'RE BUSINESS MAKERS.	1,218,575	November 30, 1982

United States Trademark Registration Applications:

<u>TRADEMARK</u>	<u>SERIAL NUMBER</u>	<u>FILING DATE</u>
CRISPYSTIX	75/223024	January 9, 1997
Miscellaneous Design (butter cookie)	75/361740	September 23, 1997
SALERNO and Banner Design	75/243716	February 18, 1997
TASTE THE FUN	75/243717	February 18, 1997

U.S. State Trademark Registrations:

<u>STATE</u>	<u>MARK</u>	<u>REGISTRATION NUMBER</u>	<u>REG. DATE</u>
Illinois	SALERNO	080860	July 29, 1997

Canadian Trademark Registrations:

<u>TRADEMARK</u>	<u>REGISTRATION NUMBER</u>	<u>REGISTRATION DATE</u>
CHEEZ*TRAWS	177,169	July 23, 1971
FUDGE TOWN	176,246	May 21, 1971