

MRD 10-26-98

11-04-1998

Attorney Docket No. 17288-000200

FORM PTO-1594
1-31-92



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents and

100870450

original documents or copy thereof.

1. Name of conveying party(ies):

Horizon Organic Dairy, Inc.

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

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

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

Name: Horizon Organic Holding Corporation

Internal Address:

Street Address: 6311 Horizon Lane, Suite 100
City: Longmont State: CO ZIP: 80503

- 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

(Designation must be a separate document from Assignment)

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

3. Nature of conveyance:

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

Execution Date: Effective May 29, 1998

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,975,824 "HORIZON ORGANIC & Design"

Additional numbers attached? Yes No

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

Name: Lesley S. Craig
TOWNSEND and TOWNSEND and CREW LLP
Two Embarcadero Center, 8th Floor
San Francisco, California 94111

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41):..... \$ 40.00

- Enclosed
- Charge Fees to Deposit Account
- Charge any additional fees associated with this paper or during the pendency of this application, or credit any overpayment, to deposit account

8. Deposit account number: 20-1430

(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.

Lesley S. Craig
Name of Person Signing

Lesley S. Craig
Signature

10-23-98
Date

Total number of pages including cover sheet, attachments, and document:

10. Change Correspondence Address to that of Part 5? Yes No

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

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

Do not detach this portion
Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 1807 FRAME: 0674

NUNC PRO TUNC TRADEMARK ASSIGNMENT

This ASSIGNMENT, effective May 29, 1998, was made by Horizon Organic Dairy, Inc., a Colorado corporation, having a business address at 6311 Horizon Lane, Longmont, Colorado 80503 (hereinafter "ASSIGNOR") to Horizon Organic Holding Corporation, a Delaware corporation, having a business address at 6311 Horizon Lane, Longmont, Colorado 80503 (hereinafter "ASSIGNEE");

WHEREAS, ASSIGNOR adopted and used the trademark "HORIZON ORGANIC & Design" for milk and dairy products in the United States and obtained U.S. Trademark Registration No. 1,975,824 for "HORIZON ORGANIC & Design", issued May 28, 1996 (hereinafter "ASSIGNED TRADEMARK");

WHEREAS, ASSIGNEE and ASSIGNOR wish to transfer record title to the ASSIGNED TRADEMARK, and ASSIGNOR wishes to execute a document suitable for recordation in the United States Patent and Trademark Office;

NOW THEREFORE, in consideration of Ten Dollars (\$10.00) paid by ASSIGNEE to ASSIGNOR on the effective date noted above and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR agreed to grant, assign, transfer, convey and deliver to ASSIGNEE all ASSIGNOR's right, title and interest in, to and under the mark in the United States, its territories and possessions, together with the goodwill of the business in connection with which the ASSIGNED TRADEMARK is used.

IN WITNESS WHEREOF, ASSIGNOR has caused this Trademark Assignment to be executed as of the date below written.

HORIZON ORGANIC DAIRY, INC.

By: *Mark A. Retzlaff*
Name: Mark A Retzlaff
Title: Vice President

Date: 10/15/98