

11-17-1998

FORM PTO-1594
(Rev. 6-93)

OMB No. 0651-0011 (exp. ...)



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Tab settings

10-23-1998

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To the Honor: U.S. Patent & TMOfo/TM Mail Rcpt Dt. #33

ademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

SSE Foods, Inc.

MSD
10-23-98

- Individual(s)
- General Partnership
- Corporation-State -MN
- Other _____

- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: October 1, 1998

2. Name and address of receiving party(ies)

Name: Schwan's IP, LLC

Internal Address: _____

Street Address: 115 West College Drive

City: Marshall State: MN ZIP: 56258

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

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 patent number(s):

A. Trademark Application No.(s)

See Attached

B. Trademark Registration No.(s)

See Attached

Additional numbers attached? Yes No

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

Name: Schwan's IP, LLC

Internal Address: Julie Swedzinski

Street Address: 115 West College Drive

City: Marshall State: MN ZIP: 56258

6. Total number of applications and registrations involved: _____

118

7. Total fee (37 CFR 3.41).....\$ 2,965.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

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

11/16/1998 DMSUYEN 00000181 75366725

DO NOT USE THIS SPACE

01 FC:481
02 FC:482

40.00 OP
2925.00 OP

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.

Julie Swedzinski
Name of Person Signing

Julie Swedzinski
Signature

10/20/98
Date

Total number of pages including cover sheet, attachments, and document: 11

TRADEMARK APPLICATION NOS.

75/366725	75/373525	75/139789	75/469965
75/521988	75/411903	75/261296	75/022048
75/521984	75/389263	75/323655	75/517813
75/521556	75/368192	75/323656	75/423259
75/521558	75/260728	75/525105	75/076484
75/482116	75/458860	75/470849	75/483035
75/318877	75/426283	75/232654	75/483028
75/270433	75/265487	75/233587	75/260773
75/450986	75/438105	75/398547	

TRADEMARK REGISTRATION NOS.

2,005,168	1,995,543	1,359,482	1,521,162
1,444,333	1,566,227	1,550,385	1,606,591
2,102,618	1,843,813	1,474,361	1,681,352
2,122,227	2,037,709	2,127,730	2,084,794
1,890,054	1,486,318	1,210,830	1,943,061
1,290,382	1,920,028	1,555,943	1,895,746
1,948,713	1,487,676	1,557,055	1,772,506
2,043,123	1,829,937	2,071,694	1,870,712
1,905,763	1,308,375	1,893,710	2,073,428
2,020,529	1,353,139	2,042,361	2,011,058
1,832,840	2,126,212	2,046,590	2,097,546
1,998,721	1,917,401	2,170,307	2,011,008
1,976,052	1,250,611	1,914,239	1,957,720
1,300,816	2,134,923	2,186,063	1,890,644
1,741,554	1,747,881	2,044,242	1,883,793
2,015,205	1,978,690	2,003,635	1,883,792
1,665,996	1,746,520	2,069,464	1,966,638
1,755,605	2,133,173	2,011,645	2,067,943
2,117,007	2,126,083	2,099,998	1,620,226
2,109,461	2,105,890	1,334,563	1,251,275
2,086,391	2,005,822	2,192,150	

ASSIGNMENT OF TRADEMARK/SERVICE MARK
PENDING APPLICATIONS AND REGISTRATIONS

WHEREAS, SSE Foods, Inc., a corporation organized under the laws of the state of Minnesota, with its principal office and place of business at 115 West College Drive, Marshall MN 56258 (hereinafter referred to as "Assignor"), is the registered owner of the marks which are listed on Exhibit A attached hereto and made a part hereof which are pending registration or registered in the United States Patent and Trademark Office under the serial numbers or registration numbers shown opposite each mark on Exhibit A; and

WHEREAS, Schwan's IP, LLC, a limited liability company, with its principal office and place of business at 115 West College Drive, Marshall, MN 56258 (hereinafter referred to as "Assignee"), is desirous of acquiring said marks and the goodwill of the business of Assignor connected with the use and symbolized by said marks;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Assignor does hereby assign and transfer unto the said Assignee all right, title and interest in and to the said marks, together with the goodwill of the business symbolized by the marks, and the applications for registration or registrations thereof effective as of October 1, 1998.

The Commissioner of Patents and Trademarks is requested to issue the Certificates of Registration for the pending applications to said Assignee.

SSE FOODS, INC.

DATE: 10/1/98

By: *Dan Herrmann*
Dan Herrmann
Vice President

STATE OF MINNESOTA)
)
COUNTY OF LYON)

On this 1st day of October, 1998, before me appeared Dan Herrmann, the person who signed this instrument, who acknowledged that he signed it as a free act on behalf of SSE Foods, Inc., with authority to do so.

Alice Vroman
Notary Public

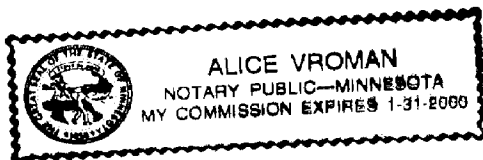


EXHIBIT A

<u>TRADEMARK/SERVICE MARK</u>	<u>REG./SERIAL #</u>	<u>GOODS/SERVICES</u>
ASIAN CREATIONS™	75/366725	42-restaurant services
BARREL HEAD SM	75/521988	42-restaurant services
BARREL HEAD™	75/521984	30-pizza and pasta
BARREL HOUSE SM	75/521556	42-restaurant services
BARREL HOUSE™	75/521558	30-pizza and pasta
BASIC BULK™	75/482116	30-burritos
BETTER BAKED™ & Design	75/318877	30-pizza
BLUE RIBBON RECIPES™	75/270433	29-frozen entrees consisting primarily of meat, vegetables, and potatoes or chili with beans; and sweet potato pies; and 30-pumpkin pies and pot pies
BORDER BITES™	75/450986	30-Mexican appetizers, namely, tacos, chimichangas, taquitos, empanadas, and egg rolls
BORDER BITES™ (stylized)	75/139789	30-pasta filled with cheese, beef or chicken
CHICAGO BROTHERS™ & Design	75/323655	30-lasagna and pizza
CHICAGO BROTHERS™ & Design	75/323656	29-frozen entrees consisting primarily of meat and sauce; and 30-frozen entrees consisting primarily of pasta and/or rice with sauce and vegetables
CINNA BITES™	75/525105	30-cinnamon rolls
COAST TO COAST PIZZA™	75/470849	30-pizza
CROCKETT'S™	75/232654	30-pre-cooked, ready-to-eat, frozen bread with meat, cheese, sauce and/or vegetable filling
CROCKETT'S™ & Design	75/233587	30-pre-cooked, ready-to-eat, frozen bread with meat, cheese, sauce and/or vegetable filling
GOURMET CHIMI ROLLS™	75/398547	30-Mexican food, namely, a tortilla filled with vegetables or chicken
HIGH PLAINS PIZZA COMPANY SM	75/373525	42-restaurant services
MINH ASIAN CLASSICS™	75/411903	29-frozen entrees consisting primarily of beef and broccoli, sweet and sour chicken, or Szechwan chicken
NUCHOICE™	75/389263	30-pizza
NUTRA-CHOICE™	75/368192	30-pizza
READYRISE™	75/260728	30-pizza
SANTARELLI'S™	75/458860	30-pizza
SLICE OF THE BARON™	75/426283	30-pizza slices
SMARTPIZZA™	75/265487	30-pizza
SMARTTART™	75/438105	30-fruit-filled pastries
STICKS & SPOONS SM	75/469965	42-restaurant services
SUMO ROLL™	75/022048	30-egg roll
TACO-QUITO™	75/517813	30-tortillas filled with a meat and/or cheese filling
TASTRIES™	75/423259	30-frozen pastry topped with icing
THE HEALTHY ITALIAN™	75/076484	30-pizza
THE NOODLE BOWL™	75/483035	30-frozen entrees consisting primarily of noodles, broth and beef, chicken or seafood
THE NOODLE BOWL™	75/483028	42-restaurant services
TONY'S READY RISE™ & design	75/260773	30-pizza
TONY'S READYRISE™	75/261296	30-pizza
BAKER'S HEARTH®	2,005,168	30-stuffed sandwiches
BARCETTA®	1,444,333	30-pizza

EXHIBIT A

BARQUITO ROJO®	2,102,618	30-frozen entree consisting primarily of sauce, chicken, cheese, onions, peppers, and olives on a corn-meal crust
BARQUITO ROJO® & Design	2,122,227	30-frozen entree consisting primarily of sauce, chicken, cheese, onions, peppers, and olives on a corn-meal crust
BBQ ROUND-UPS®	1,890,054	30-pizza
BETTER BAKED® & Design	1,290,382	30-frozen prepared snack products-namely, pizza and garlic bread
BREAK & BAKE®	1,948,713	30-frozen cookie dough
BUTTER BATCH®	2,043,123	30-frozen cookie dough pieces
CALIENTITAS®	1,905,763	29-stuffed jalapeno peppers
CAMDEN CREEK BAKERY®	2,020,529	30-frozen cookie dough pieces
CHAMPS®	1,832,840	30-frozen institutional pizza
CHARLIE'S CAFE®	1,998,721	30-pizza
CHICAGO BROTHERS CHEFMASTER PREMIER ENTREES®	1,976,052	29-frozen entrees consisting primarily of meat, fish, poultry and/or vegetables; AND 30-frozen entrees consisting primarily of pasta or rice, and macaroni and cheese
CHICAGO BROTHERS®	1,300,816	30-pizza for consumption on or off the premises; AND 42-restaurant services
CHICAGO BROTHERS® & Design	2,192,150	29-frozen entrees consisting primarily of meat and sauce; and 30-frozen entrees consisting primarily of pasta and/or rice with sauce and vegetables
CLUB MEGA-SLICE®	1,741,554	30-frozen pizza
CLUB SABATASSO®	2,015,205	30-pre-cooked, ready-to-eat, frozen bread filled with cheese, meat, vegetables and/or sauce
CLUB SABATASSO®	1,665,996	30-pizza
CLUB SINGLES®	1,755,605	30-frozen pizza
COYOTE GRILL®	2,117,007	30-frozen entrees consisting primarily of meat, vegetables, cheese, sauce on a corn-meal crust; bread dough filled with chicken, rice or beef & beans; frozen entrees consisting primarily of rice with vegetables; pasta filled with cheese, beef or chicken
COYOTE GRILL®	2,109,461	30-frozen Mexican foods; namely, churros, quesadillas, burritos, flautas, chalupas, enchiladas, and bread
DAVANTI®	2,086,391	30-main dishes consisting primarily of pasta
Design Only® (see attachment 1)	1,359,482	30-beef with textured vegetables protein pizza
Design Only® (see attachment 2)	1,550,385	30-Oriental egg rolls
Design Only® (see attachment 3)	1,474,361	30-pizzas and pizza shells
DRAGON TEARS®	2,127,730	30-mini egg rolls
FIESTADA®	1,210,830	30-pizza
FLORENCE PASTA & CHEESE®	1,555,943	30-main dishes consisting primarily of pasta
FLORENCE PASTA & CHEESE® & Design	1,557,055	30-main dishes consisting primarily of pasta
FLORENCE®	2,071,694	30-filled pasta
FROM OUR KITCHEN TO YOURS®	1,893,710	30-frozen pizza and frozen lasagna
FRUITITO®	2,042,361	30-fruit-filled flautas
HOT RAV'S®	2,046,590	30-ravioli
IDAHO CREATIONS®	2,170,307	29-frozen processed potatoes
JADE PALACE®	1,914,239	30-Oriental frozen food products; namely, egg rolls and dumplings
JALA-DILLA®	2,186,063	29-frozen entrees consisting primarily of meat, sauce, vegetables and cheese
KUNG FU HOT DOG®	2,044,242	30-frozen entrees consisting primarily of sausage or hot dogs in an egg roll skin, wonton or pastry wrap

EXHIBIT A

LASAGNA STACKERS®	2,003,635	30-frozen entrees consisting primarily of pasta and cheese
LEGENDARY PIZZA®	2,069,464	30-pizza
LITTLE CHARLIES CONVENIENCE FOODS® & Design	2,011,645	29-stuffed potatoes; and 30-pre-cooked, ready-to-eat frozen bread with meat, cheese, and/or vegetable filling; and breakfast pizza
LITTLE CHARLIES PIZZA SENSATIONS®	2,099,998	30-pizza
LITTLE CHARLIES®	1,334,563	30-pizza
LITTLE CHARLIES®	1,995,543	30-pre-cooked, ready-to-eat, frozen croissant-style crust filled with vegetables, meat, cheese and/or sauce
LITTLE CHARLIES® & Design	1,566,227	30-pizza
MINH EXPRESS®	1,843,813	30-miniature egg rolls
MINH PAGODA®	2,037,709	42-restaurant services
MINH®	1,486,318	30-Oriental egg rolls
MINH® & Design	1,920,028	30-egg rolls
MINH® (stylized)	1,487,676	30-Oriental egg rolls
NACHACHOS®	1,829,937	30-Mexican food snack; namely, a corn meal crust topped with tomato sauce, beef and cheese
OZZIE® & Design	1,308,375	41-promoting excellence in the food service industry through the presentation of annual awards
PAN MATES®	1,353,139	30-frozen pizza designed to facilitate easy handling and services by institutional users
PASTA AVENUE®	2,126,212	30-frozen and prepared entrees consisting primarily of pasta and sauce.
Pie R Squared® Design	1,917,401	30-pizza
PIZZA BOAT®	1,250,611	30-frozen pizza
PIZZAS FRESHEST IDEA®	2,134,923	30-pizza
POWER SLICE®	1,747,881	30-pizza
PREMIO®	1,978,690	30-pizza
PRIMI®	1,746,520	30-main dishes consisting primarily of pasta
PROOF PERFECT®	2,133,173	30-frozen sheeted dough and frozen sheeted dough with pizza toppings
PUEBLO PIE®	2,126,083	30-frozen entree consisting primarily of shredded beef and beans, cheese, onions, peppers, and olives on a corn-meal crust
PUEBLO PIE® & Design	2,105,890	30-frozen entree consisting primarily of shredded beef and beans, cheese, onions, peppers, and olives on a corn-meal crust
QUALITY & CONVENIENCE WRAPPED IN ONE.®	2,005,822	29-stuffed potatoes AND 30-pre-cooked, ready-to-eat frozen bread with meat, cheese, and/or vegetable filling; and breakfast pizza
ROCKY COLLETTI®	1,521,162	30-food products, namely, frozen pizzas
ROCKY COLLETTI® & Design	1,606,591	30-pizza
SABATASSO'S®	1,681,352	30-frozen pizza
SHREDDED SUBAI®	2,084,794	30-sandwiches
SKINNY DIPPERS®	1,943,061	30-Oriental egg rolls
SNACKBITES®	1,895,746	30-miniature egg rolls
SOMBREROS®	1,772,506	30-pizza
STARTUPS®	1,870,712	30-pizza
STIR FRY ROLL® & Design	2,073,428	30-frozen bread filled with chicken or beef and sauce and vegetables
STONE WILLY'S®	2,011,058	30-pizza
STRENGTH DOESN'T JUST HAPPEN!®	2,097,546	30-grain-based nutritional bars

EXHIBIT A

SUSAN STREET®	2,011,008	30-sandwiches
TACOLÉ®	1,957,720	30-pizza
TEJAS GRANDE® & Design	1,890,644	30-Oriental appetizers; namely, miniature egg rolls and Oriental dumplings
THE RAPPER®	1,883,793	30-pizza
THE TOWER®	1,883,792	30-pizza
TINO'S ITALIAN SPECIALTIES®	1,966,638	30-pizza
TONY'S ITALIAN CAFE® & Design	2,067,943	30-pizza
TONY'S® (stylized)	1,620,226	30-Oriental egg rolls
TOSTIZZA®	1,251,275	30-beef with textured vegetable protein pizza