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100909250

Attached original documents or copy thereof.

1. Name of conveying party(ies):

McCain Foodservice, Inc.

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

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

3. Nature of conveyance: **MRD 11-20-98**

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

Execution Date: 9/25/98

2. Name and address of receiving party(ies)

Name: H. J. Heinz Company

Internal Address: _____

Street Address: 600 Grant Street

City: Pittsburgh State: PA ZIP: 15219

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Pennsylvania
- 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 patent number(s):

A. Trademark Application No.(s)

75/170,415

B. Trademark Registration No.(s)

1,453,388
1,453,389

Additional numbers attached? Yes No

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

Name: Lori K. Tylinski

Internal Address: H. J. Heinz Company

1062 Progress Street

Pittsburgh, PA 15212

Street Address: _____

City: _____ State: _____ ZIP: _____

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: 90E

08-1631

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

11/27/1998 DNGUYEN 00000019 081631 75170415

DO NOT USE THIS SPACE

01 FC:481 40.00 CH
02 FC:482 50.00 CH
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.

Lori K. Tylinski

Name of Person Signing

Lori K. Tylinski
Signature

11/16/98

Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 1818 FRAME: 0218

ASSIGNMENT

WHEREAS, McCain Foodservice, Inc. ("McCain"), a Maine corporation, with offices located at 2905 Butterfield Road, Oak Brook, Illinois 60521, is the owner of the registered trademarks set forth on Exhibit A (the "Trademarks"); (all terms not otherwise defined herein shall have the meanings set forth in that certain Asset Purchase Agreement dated September 25, 1998 by and between McCain and H. J. Heinz Company); and

WHEREAS, H.J. Heinz Company, a Pennsylvania corporation with offices located at 600 Grant Street, Pittsburgh, PA 15219, is desirous of acquiring all right, title and interest in and to the Trademarks, together with any unregistered common law trademarks, trade dress and label designs utilized solely in connection with the Pasta Business and goodwill connected with the use thereof and symbolized thereby.

NOW THEREFORE, for good and valuable consideration receipt of which is hereby acknowledged, McCain does hereby assign unto H.J. Heinz Company all right, title and interest in and to the Trademarks set forth in Exhibit A together with any unregistered common law trademarks, trade dress and label designs utilized solely in connection with the Pasta Business and goodwill connected with the use thereof and symbolized thereby.

McCain agrees to execute any and all additional documents that may be necessary from time to time to perfect and record title to the Trademarks set forth on Exhibit A attached hereto, in H.J. Heinz Company and to carry out the intent of this Assignment.

McCAIN FOODSERVICE, INC.

By: [Signature]
Title: VP
Date: Sept 21 / 98

Subscribed and sworn to before me
this 26 day of SEPT., 1998.

[Signature]
Notary Public in and for
the Province of Ontario

9/25/98

NS 10332-1

(38)

Exhibit A

TRADEMARK	COUNTRY	STATUS	APPL. NO.	FILE DATE	REG. NO.	REG. DATE	CLASS	GOODS
TREE IN OVAL DESIGN (DOMANI LOGO)	US	REGISTERED	605,492	06/20/1986	1,453,388	08/18/1987	30	Ravioli, cannelloni, tortellini, ziti, manicotti, lasagna, lasagna sheets and stuffed shells.
TREE IN STRIPED OVAL DESIGN (DOMANI LOGO)	US	REGISTERED	605,495	06/20/1986	1,453,389	08/18/1987	30	Ravioli, cannelloni, tortellini, ziti, manicotti, lasagna, lasagna sheets and stuffed shells.
WE'VE GOT DINNER COVERED	US	PENDING -- 9/16/97; 1st extension granted as of 4/16/98. Notice of allowance issued.	75170,415	09/23/1996			30	Pasta, including gnocchi, cavatelli, and ravioli, manicotti, shells, and tortellini stuffed with beef, cheese, and sausage; pasta sauces; and breadsticks.

RECORDED: 11/20/1998

TRADEMARK
REEL: 1818 FRAME: 0220