

12-07-1998

FORM PTO-1594
1-31-92

U.S. DEPARTMENT OF COMMERCE
PATENT AND TRADEMARK OFFICE



100918675

MRP 11.30.98

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
 SANTA BARBARA CREATIVE FOODS, INC..

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-California
 Other _____

Additional name(s) of conveying party(ies) attached? yes no

2. Name and address of receiving party(ies):
 CALIFORNIA CREATIVE FOODS, INC.
 3245 Production Avenue
 Oceanside, California 92054

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation _____ California _____
 other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designation must be separate document from Assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of Conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: November 12, 1998

4. Application number(s) or registration number(s):
 If this document is being filed together with a new application, the execution date of the application is: _____

A. Trademark Application No.(s)	B. Trademark No.(s)
75/449,821	2,066,558 1,731,403 1,636,563

Additional numbers attached? Yes No

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

Barry F. Soalt, Esq.
 BROWN, MARTIN, HALLER & McCLAIN
 1660 Union Street
 San Diego, California 92101

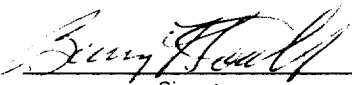
6. Total number of application and trademarks involved: Four

7. Total fee (37 CFR 3.41): \$ 115.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
02-4070
 (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.

Barry F. Soalt  November 25, 1998
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 1

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

Do not detach this portion

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

12/07/1998 **DMGUYEN** **00000016** **2066558** Commissioner of Patents and Trademarks
 Box Assignments
 Washington, D.C. 20231

01 FC:481 **40.00 DP**
02 FC:482 **75.00 DP**

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 the 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 OF TRADEMARKS

WHEREAS, SANTA BARBARA CREATIVE FOODS, INC., a California Corporation, having a business address of 32 West Anapamu Street, Suite 115, Santa Barbara, California 93101 (herein after "SBCFI"), has adopted, used and is using the Trademarks which are pending applications or issued registrations in the United States Patent and Trademark Office as set forth on annexed Schedule "A" (hereinafter collectively referred to as the "Trademarks");

WHEREAS, CALIFORNIA CREATIVE FOODS, INC., a California corporation, having a business address of 3245 Production Avenue, Oceanside, California 92054 (hereinafter "CCFI") desires to acquire all right, title and interest in and to the Trademarks, including substantially all the business assets of SBCFI, any choses in action relating to said Trademarks, together with the goodwill of the business symbolized by the Trademarks and the registrations thereof as set forth on annexed Schedule "A", and


WHEREAS, it is desired that the Assignment of the Trademark registrations and pending applications identified on annexed Schedule "A" be made a matter of record in the United States Patent and Trademark Office.

NOW, THEREFORE, for good and valuable consideration, the full receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, SBCFI hereby sells, assigns, transfers and conveys unto CCFI all of its right, title and interest in and to each of the aforesaid Trademarks, including substantially all the business assets of SBCFI, any choses in action relating to said Trademarks, claims for damages, profits and costs, both in equity and law, for any infringement or infringements of said Trademark rights accruing on or before the date of this Assignment, together with the goodwill of the business

symbolized by the Trademarks, and including the pending applications and issued registrations thereof as set forth on annexed Schedule "A," and further, SBCFI hereby covenants, agrees and undertakes to execute whenever requested by CCFI, all applications, assignments, lawful oaths and any other papers which CCFI may deem necessary or desirable for securing to CCFI or for maintaining for CCFI all the Trademarks hereby acknowledged to have been assigned, all without further compensation to SBCFI.

IN WITNESS WHEREOF, SBCFI has caused these presents to be signed this 12th day of November, 1998, in Carpinteria, California.

SANTA BARBARA CREATIVE FOODS, INC.

By:  _____
D. CRAIG BIGELOW, President

SCHEDULE A

UNITED STATES ISSUED TRADEMARK REGISTRATIONS

<u>Registration No.</u>	<u>Mark</u>	<u>Registration Date</u>
2,066,558	The Original Santa Barbara Salsa	June 3, 1997
1,731,403	Tio Tio	November 10, 1992
1,636,563	The Original Santa Barbara Blend	February 26, 1991

UNITED STATES PENDING TRADEMARK APPLICATION

<u>Application No.</u>	<u>Mark</u>	<u>Filing Date</u>
75/449,821	Lobster Cove	March 13, 1998