

RECORDATION TRADE

12-10-1998



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

100915814

To the Honorable Commissioner of Patents and Trademarks:

prints or copy thereof.

1. Name of conveying party(ies): MKN 12-7-98
Miller Brewing Company

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

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

2. Name and address of receiving party(ies):
Name: Barley's Best, Inc.
Internal Address: _____

Street Address: 25675 Smithtown Road

City: Shorewood State: MN Zip: 55331

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporate-State Minnesota
 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

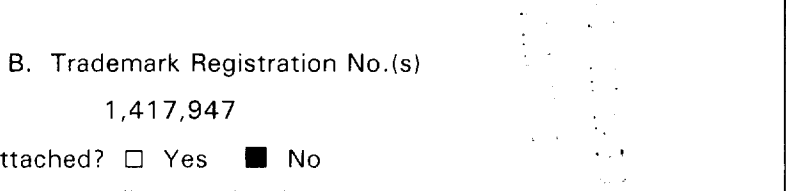
3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: February 17, 1998

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s)
1,417,947

Additional numbers attached? Yes No



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

Name: Marta S. Levine
Internal Address: _____

Street Address: Quarles & Brady LLP
411 East Wisconsin Avenue
City: Milwaukee State: Wisconsin Zip: 53202

6. Total number of applications and registrations involved: 1

7. Total Fee (37 CFR 3.41) \$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number
17-0055

(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.

Marta S. Levine Marta Levine December 1, 1998
Name of person signing Signature Date

Total number of pages including cover sheet, attachments, and document: 3

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

12/10/1998 SBURNS 00000036 170055 1417947

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EXHIBIT 1 TO PURCHASE AND SALE AGREEMENT
Confirmatory Assignment of Trademark

This Confirmatory Assignment of Trademark is made by Miller Brewing Company, a Wisconsin corporation with its principal place of business at 3939 West Highland Boulevard, Milwaukee, Wisconsin 53208 (the "Seller"), to Barley's Best, Inc., a Minnesota corporation with its principal place of business at 25675 Smithtown Road, Shorewood, Minnesota 55331 (the "Buyer").

WHEREAS, the Seller is the owner of U.S. Trademark Registration No. 1,417,947, for the trademark BARLEY'S BEST, for barley flour prepared from brewer's grain;

AND WHEREAS, the Buyer is desirous of acquiring said trademark, the registration thereof, and the business and good will of the business in connection therewith.


NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby expressly acknowledged, the Seller agrees to sell, assign, and transfer to the Buyer, and does hereby sell, assign, and transfer to the Buyer, the Seller's entire right, title and interest in and to said trademark and the above-referenced registration therefor, together with the good will of the business symbolized by said trademark and registration, and the Seller's entire right, title and interest in and to any and all claims and demands it may have, at law or in equity, for past infringement of said trademark.

This Confirmatory Assignment of Trademark is made subject to that Purchase and Sale Agreement by and between the Buyer and Seller.

IN WITNESS WHEREOF, the Seller has caused this Confirmatory Assignment of Trademark to be executed and sealed by its duly authorized officer as of the date first written above.

MILLER BREWING COMPANY
PAUL R. MOLLOMO

By: 

Title: V.P. - Plant Operations & Purchasing 

Date: February 17, 1998

STATE OF WISCONSIN)
)
COUNTY OF MILWAUKEE)

The above-named individual, to me known to be the duly authorized representative of Miller Brewing Company, personally appeared before me this 17th day of February, 1998, and acknowledged to me that he executed the foregoing Confirmatory Assignment of Trademark on behalf of Miller Brewing Company and pursuant to authority duly received.

(SEAL)

Karen M. Barkas
Notary Public, State of Wisconsin
My Commission expires: 6/28/98