

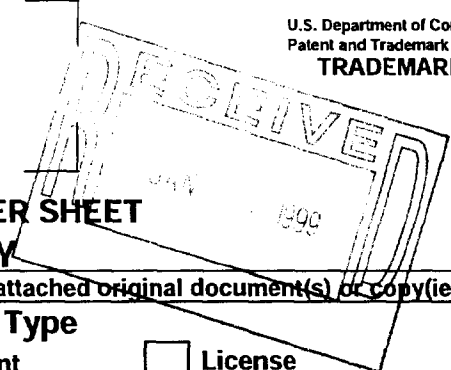
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MRO 1/4/99



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year

- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name CHARLES E. PRICHARD

Execution Date
Month Day Year
1/28/98

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization _____

Receiving Party

Mark if additional names of receiving parties attached

Name MORNINGSTAR FOODS INC.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 2515 MCKINNEY AVENUE

Address (line 2) SUITE 1100

Address (line 3) DALLAS

TEXAS

75201

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association
- Other _____

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization DELAWARE

01/05/1999 FROM 1-00000116-500705-1023012

FOR OFFICE USE ONLY

01 FC:481 40.00 CH
02 FC:482 75.00 CH

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
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TRADEMARK
REEL: 1836 FRAME: 0102

Domestic Representative Name and Address

Enter for the first Receiving Party only.

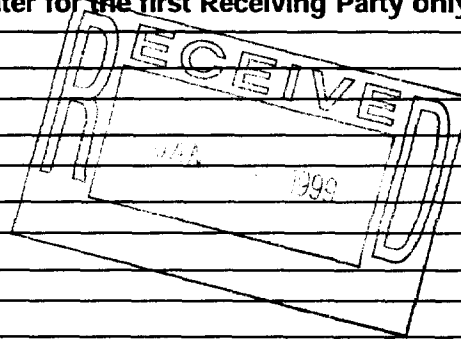
Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)



Correspondent Name and Address

Area Code and Telephone Number

(214) 303-3411

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

BRIDGET GRIFFIN JOHNSON

Name of Person Signing

Bridget G. Johnson
Signature

12/29/98

Date Signed

ASSIGNMENT

WHEREAS, Charles E. Prichard, an individual, having an address of 2151 Saybrook Avenue, Commerce, California 90040, is the owner of the trademark "LA CORONA" registered in the U.S. Patent and Trademark Office as U.S. Trademark Registration No. 1,823,012, registered February 22, 1994 and pending registration in the U.S. Patent and Trademark Office as U.S. Application Serial No. 75/008,709, filed October 20, 1995; the trademark "YOGI SUNDAE" registered in the U.S. Patent and Trademark Office as U.S. Trademark Registration No. 1,955,508, registered February 13, 1996; the trademark "YOGI DELIGHT" registered in the U.S. Patent and Trademark Office as U.S. Trademark Registration No. 2,049,452, registered April 1, 1997; the mark "LA CORONA" registered in various states of the United States as set forth in the attached Exhibit "A", which registrations are presently in full force and effect unless otherwise indicated; and all common law trademark rights in the trademark "Johnston" and "Light N' Trim" as applied to yogurt products;

WHEREAS, Morningstar Foods Inc., a Delaware Corporation, having as an address: c/o The Morningstar Group Inc., 5956 Sherry Lane, Suite 1500, Dallas, Texas 75225, is desirous of acquiring the entire right, title and interest in and to the aforesaid trademarks and the above identified registrations therefore;

WHEREAS, Charles E. Prichard represents and warrants that he has good and valid title to the aforesaid trademarks and the aforesaid trademark registrations therefor and that the same are free and clear of all liens, security interests, licenses, charges,

encumbrances, equities, claims, or restrictions, except as otherwise specifically set forth in the EXCLUSIVE LICENSE AGREEMENT executed by the parties hereto and dated May 28, 1996;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the said Charles E. Prichard hereby assigns, conveys and transfers unto the said Morningstar Foods Inc., all rights, title and interest in and to the aforesaid trademarks and the registrations and application therefor hereinbefore identified and all renewals thereof together with the goodwill of the business symbolized by the said trademarks, as well as all rights to royalties shown in Exhibits B and C of the aforesaid EXCLUSIVE LICENSE AGREEMENT dated May 28, 1996.

Date: 1/28/98, 1998

By: Charles E. Prichard
Charles E. Prichard