

MD 1-28-99

02-03-1999

FORM PTO-1594



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U.S. DEPARTMENT OF COMMERCE

1-3-92

Y

Patent and Trademark Office

100956257

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

1. Name of conveying Party(ies):

BAKEMARK INGREDIENTS (EAST) INC.

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other

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

2. Name and Address of receiving Party(ies)

Name: CSM SUBHOLDINGS INC.

Internal Address: \_\_\_\_\_

Street Address: 1209 Orange Street

City: Wilmington State DE Zip: 19801

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- 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
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: January 4, 1999

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

SEE ATTACHED SHEET OF TRADEMARK PROPERTIES

Additional sheet attached?  Yes  No

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

Elizabeth M. Leasure  
Coudert Brothers  
1627 I Street, N.W.  
Washington, DC 20006  
Tel. 202-775-5100

Attorney Docket No. CSM 13239-07

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41)..... \$ 390.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit Account No.: 03-3370

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.

Elizabeth M. Leasure

Name of Person Signing

Elizabeth M. Leasure

Signature

January 28, 1999

Date

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

02/02/1999 SBURMS 00000102 2198608

01 FC:481  
02 FC:482

40.00 OP  
350.00 OP

TRADEMARK  
REEL: 1847 FRAME: 0412

SCHEDULE A

A. Registered Marks

<u>Marks</u>	<u>Registration #</u>	<u>Registration Date</u>
CHOCOMUNGUS	2 198,608	October 20, 1998
EUROPA GOLD	2 146,451	March 24, 1998
WOODBINE COTTAGE DOWN HANDMADE EAST	2 066,926	June 3, 1997
WOODBINE COTTAGE	2 066,925	April 20, 1996
TWICE-AS-MOIST	2 011,099	October 22, 1996
EURO AMERICAN	1 924,771	October 3, 1995
SCOOP-N-BAKE	1 857,826	October 11, 1994
ENLIGHTENED CONCERNS	1 863,853	November 22, 1994
NIBBLENIKS	1 917,390	September 5, 1995
GLORIOUS MORNING	1 434,885	March 31, 1987
KARP'S SCOOP-N-BAKE	1 462,118	October 20, 1987
MURRAY'S	1 265,187	January 24, 1984
BESTOVALL	1 256,272	November 1, 1983
KARP'S	1 183,156	December 22, 1981
OLD HONESTY	1 71,380	August 7, 1923

B. Common Law Marks

KARP'S INC

KARP'S and associated logos

## TRADEMARK ASSIGNMENT

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, BAKEMARK INGREDIENTS (EAST) INC., a corporation organized and existing under the laws of the State of Delaware having its principal place of business at 1301 Estes Avenue, Elk Grove Village, Illinois 60007 (the "Assignor"), does hereby sell, assign and transfer to CSM SUBHOLDINGS INC., a corporation organized and existing under the laws of the State of Delaware having its principal place of business at 1209 Orange Street, Wilmington Delaware 19801 (the "Assignee"), its successors and assigns, the entire right, title and interest of Assignor in and to certain trademarks, trade names, business names, product names, "private label" names, trade dress, logos, patented and unpatented inventions, trade secrets, product formulae, know-how, copyrights and all registrations issued and all applications pending with respect to the foregoing, currently owned or used by Assignor (collectively, the "Intangible Rights"), and the goodwill related thereto, and including, without limitation, those trademark registrations, applications for registrations and common law marks identified on Schedule A hereto, and all derivatives thereof, and all rights, powers, emoluments, and advantage whatsoever symbolized thereby of Assignor, including common law rights in the Intangible Rights, and all rights to sue for and obtain damages, injunctive relief and attorneys' fees for all past infringements with respect thereto both at common law and under the statutes of the United States or any other country, and claims and causes of action in favor of the Assignor heretofore accrued or hereafter accruing with respect thereto for misappropriation, infringement or other violation of proprietary or other rights in the Intangible Rights and all registrations or applications relating thereto and all renewals and extensions of such registrations.

TO HAVE AND TO HOLD the same unto the Assignee, its successors and assigns, for and during the existence of such Intangible Rights and all renewals and extensions thereof, as fully and as entirely as the same would have been held and enjoyed by the Assignor had this Assignment and transfer not been made.

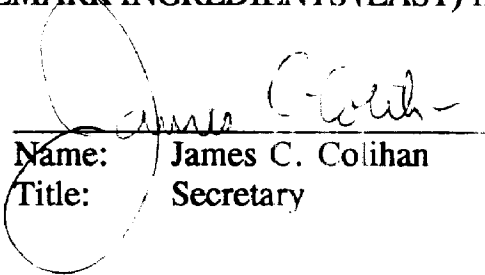
The Assignor shall promptly, upon the request of the Assignee, execute such other instruments of conveyance as may be reasonably necessary to permit the Assignee to record the assignment made by this instrument.

Capitalized terms used herein without definition shall have the meanings ascribed to them in the Purchase Agreement

IN WITNESS WHEREOF, the undersigned has caused this Assignment to be duly executed this 4th day of January, 1999.

BAKEMARK INGREDIENTS (EAST) INC.

By:

  
Name: James C. Colihan  
Title: Secretary

State of New York            )  
  )        ss  
County of New York         )

On this 4th day of January, 1999, personally appeared before me James C. Colihan, to me known and known to me to be the Secretary of BAKEMARK INGREDIENTS (EAST) INC , a Delaware corporation, that executed the foregoing instrument, and acknowledged that each executed the foregoing instrument on behalf of said corporation and pursuant to authority duly received.

[SEAL]

Christine Gellard  
Signature

Christine Gellard  
Name:

Notary Public in and for  
said County and State

CHRISTINE GELLARD  
Notary Public, State of New York  
No. 41-4830873  
Qualified in Queens County  
Certificate Filed in New York County  
Commission Expires Feb. 28, 2000