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

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- Assignment 22 License
- Security Agreement Nunc Pro Tunc Assignment TM
- Merger Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

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

Receiving Party

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Name

DBA/AKATA

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- Individual General Partnership Limited Partnership Association
- Corporation
- Other

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Mark if additional numbers attached

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Trademark Application Number(s)

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Number of Properties

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#

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.)

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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 Griffin Johnson
Signature

1/19/99

Date Signed

ASSIGNMENT OF TRADEMARKS

This Assignment of Trademarks is by and between Garelick Farms, Inc., a Massachusetts corporation having a principal place of business in Franklin, Massachusetts ("Garelick Farms") and Suiza Foods Corporation, a Delaware corporation having a principal place of business in Dallas, Texas ("Suiza"):

WHEREAS, Garelick Farms has certain rights in and to certain Trademarks, Registrations and/or Applications, and the goodwill appurtenant thereto (collectively, the "Trademarks"), as set forth in Exhibit A;

WHEREAS, Garelick Farms has agreed to GRANT, SELL, ASSIGN, TRANSFER and CONVEY to Suiza all right, title and interest in and to the Trademarks; and

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Garelick Farms does hereby GRANT, SELL, ASSIGN, TRANSFER and CONVEY to Suiza its entire right, title and interest in and to the Trademarks.

IN WITNESS WHEREOF, Garelick Farms has caused this Assignment of Trademarks to be duly executed in a manner appropriate thereto, effective as of December 23, 1998.

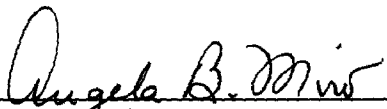
Garelick Farms, Inc.

By: Michelle Goolsby
Name: Michelle Goolsby
Title: Vice President

ACKNOWLEDGMENT

THE STATE OF TEXAS §
 §
COUNTY OF DALLAS §

On this 23rd day of December 1998, before me personally came Michelle P. Goolsby, to me known, who being by me duly sworn, did depose and say that she is Vice President and Secretary of Garelick Farms, Inc., the corporation described in and which executed the above Assignment; and that she signed her name thereto by order of the Board of Directors of such corporation.



Notary Public

My Commission Expires:



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TRADEMARK
REEL: 1848 FRAME: 0917

EXHIBIT A

Garelick Farms, Inc.:

1. Federal

MARK	APPL. NO.	FILING DATE	REG. NO	REG. DATE
FARMERS BEST	74/529,637	05/26/94	N/A	N/A
FARMER CERTIFIED	74/529,642	05/26/94	N/A	N/A
100% NATURAL (stylized)	75/204,106	11/25/96	N/A 2,160,092	N/A 5/26/98
FRANKLIN GROVES	73/622,853	09/29/86	1,480,989	03/15/88
FRANKLIN ORCHARDS (stylized)	73/622,852	09/29/86	1,487,701	05/10/88
FRANKLIN SPRINGS	73/622,851	09/29/86	1,502,401	08/30/88
GARELICK FARMS (stylized)	74/306,114	08/19/92	1,763,073	04/06/93
GARELICK (stylized)	74/306,115	08/19/92	1,782,832	07/20/93
NATURAL BY GARELICK FARMS (stylized)	74/343,150	12/24/92	1,790,553	08/31/93
FRANKLIN FARMS (stylized)	74/451,164	10/26/93	1,872,654	01/10/95
NATURALLY ORGANIC	75/289,056	05/09/97	N/A	N/A