

02-05-1999



Tab settings

al documents or copy thereof.

To the Honorable Commissioner of Patents and Trad

100959313

1. Name of conveying party(ies):

Dean Foods Company

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

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

3. Nature of conveyance:

- Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: _____

2. Name and address of receiving party(ies)

Name: The Penn Traffic Company

Internal Address: _____

Street Address: 1200 State Fair Blvd.

City: Syracuse State: NY ZIP: 13221-4737

- 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

725,129

1,694,651

903,148

1,865,523

Additional numbers attached? Yes No

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

Name: Donald L. Otto

Internal Address: _____

RENNER, OTTO, BOISSELLE & SKLAR, P.L.L.

Street Address: 1621 Euclid Avenue

Nineteenth Floor

City: Cleveland State: Ohio ZIP: 44115

02/04/1999 DMGUYEH 00000121 725129

6. Total number of applications and registrations involved: _____

4

7. Total fee (37 CFR 3.41).....\$ 115.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

01 FC:481
02 FC:482

40.00 OP
75.00 OP

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.

Donald L. Otto

Name of Person Signing

Signature

1/27/99

Date

PENN.ZG0120

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

3

TRADEMARK
REEL: 1849 FRAME: 0001

ASSIGNMENT

THIS ASSIGNMENT, effective as of December 30, 1998, from

DEAN FOODS COMPANY, a Delaware corporation with offices at 3600 N. River Road, Franklin Park, Illinois 60131, to

THE PENN TRAFFIC COMPANY, a Delaware corporation with offices at 1200 State Fair Blvd., Syracuse, New York 13221-4737.

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, DEAN FOODS COMPANY hereby sells, assigns and transfers to THE PENN TRAFFIC COMPANY the entire right, title and interest in and to the following listed trademark and the registration therefor, together with the goodwill of the business symbolized by said trademark:

REGISTERED U.S. TRADEMARKS

<u>MARK</u>	<u>REGISTRATION N^o</u>	<u>DATE</u>
SUNNY SQUARE	725,129	December 12, 1961
COUNTRY MANOR	903,148	November 24, 1970
COUNTRY MANOR & Design	1,694,651	June 16, 1992
SUNNY SQUARE & Design	1,865,523	December 6, 1994

IN WITNESS WHEREOF, DEAN FOODS COMPANY has signed this Assignment by its duly authorized officer effective on the date first above written.

DEAN FOODS COMPANY

Lynn B. Wissner
Witness: Lynn B. Wissner

By Dale E. Kleber
Name: Dale E. Kleber
Title: Vice President

C:\g\PENNG120\ASSIGNMENT - TM