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02-10-1999



SHEET

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

Tab settings

100962180

To the Honorable Commissioner of Pa.

Attached original documents or copy thereof.

1. Name of conveying party(ies):

Fortun Foods

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

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

2. Name and address of receiving party(ies)

Name: CSC Brands, Inc.

Internal Address: c/o Legal Department

Street Address: Campbell Place

City: Camden State: NJ ZIP: 08103-1799

- 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:

9-10-98

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: August 11, 1998

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

A. Trademark Application No.(s)

- 1. 75/426,222 4. 75/427,192 2. 75/426,223 5. 75/430,945 3. 75/427,191

B. Trademark Registration No.(s)

- 1. 1,382,528 5. 2,114,194 2. 1,663,522 6. 2,151,176 3. 2,109,243 7. 2,151,177 4. 2,109,244 8. 2,151,178 9. 2,151,179

Additional numbers attached? Yes No

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

Name: Wm. Charles Saunders

Internal Address: Campbell Soup Company Legal Department

Street Address: Campbell Place

City: Camden State: NJ ZIP: 08103-1799

6. Total number of applications and registrations involved: 14

7. Total fee (37 CFR 3.41) \$ 365.00 (Paid 10/98)

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number: 365E N/A

(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.

Rosaleen P. Morris Name of Person Signing

Rosaleen P. Morris Signature

Feb. 4, 1999 Date

Total number of pages including cover sheet, attachments, and document: 7

10-07-1998

FORM PTO-1594 (Rev. 6-93)

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HEET

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

OMB No. 0651-0011 (exp. 4/94)

9-10-98

Tab settings

100847923

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

1. Name of conveying party(ies):

FORTUN FOODS, INC.

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

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

2. Name and address of receiving party(ies)

Name: CSC BRANDS, INC

Internal Address: LEGAL DEPARTMENT

Street Address: CAMPBELL PLACE

City: CAMDEN State: NJ ZIP: 08103-1799

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State, 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:

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

A. Trademark Application No.(s)

N/A

B. Trademark Registration No.(s)

- List of trademark registration numbers: 1, 382, 528; 2, 114, 194; 3, 109, 243; 4, 2, 151, 176; 5, 2, 151, 178; 6, 2, 151, 179; 7, 75/426, 222; 8, 75/426, 223; 9, 75/427, 191; 10, 75/427, 192; 11, 75/430, 945

Additional numbers attached? Yes No

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

Name: SHEVIL GOODMAN

Internal Address: CAMPBELL SOUP COMPANY

LEGAL DEPARTMENT

Street Address: CAMPBELL PLACE

City: CAMDEN State: NJ ZIP: 08103-1799

6. Total number of applications and registrations involved:

11

7. Total fee (37 CFR 3.41) \$ 365.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

N/A

09-10-1998

U.S. Patent & TMO/TM Mail Rcpt Dt. #70

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

01/02/1998 DNGUYEN 00000222 13A252A

DO NOT USE THIS SPACE

01 FC:481 40.00 OP, 02 FC:482 325.00 OP

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.

Rosalyn P. Morris

Rosalyn P. Morris

9/3/98

Name of Person Signing PARALegal

Signature

Date

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

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Assignments TRADEMARK Washington, D.C. 20231

REEL: 1852 FRAME: 0379

Assignment of Trademarks

THIS ASSIGNMENT is made effective August 11, 1998, by and between:

ASSIGNOR: Fortun Foods, Inc. a Washington corporation, with a principal office at 18211 N.E. 68th Street, Building E-120, Redmond, Washington 98052 (the "Assignor")

-AND-

ASSIGNEE: CSC Brands, Inc., a Delaware corporation having a principal office at 200 Continental Drive, Suite 102, Newark, Delaware 19713 (the "Assignee").

WHEREAS, Assignor is the sole and exclusive owner of the trademarks listed in the Schedule below (the "Trademarks"). Assignor wishes to assign, transfer, and convey to Assignee all of Assignor's right, title and interest in and to the Trademarks within the United States, its territories and possessions, the goodwill associated with said Trademarks, and all common law rights, Federal and state trademark registrations and any pending applications therefor;

WHEREAS, Assignee has agreed to acquire certain assets from Assignor pursuant to an Asset Purchase Agreement dated June 25, 1998 between Assignor and Assignee, and Assignee is desirous of acquiring all Assignor's right, title, and interest in and to said Trademarks within the United States, its territories and possessions, the goodwill associated therewith, and all common law rights, Federal trademark registrations, state trademark registrations, and any pending applications and right to prosecute such pending applications thereof;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Assignor does hereby assign, transfer and convey unto the said Assignee, its successors and assigns, and Assignee hereby accepts all of Assignor's rights, title and interest in and to the said Trademarks within the United States, its territories and possessions, together with the goodwill of the business symbolized by the Trademarks and all common law rights, Federal registrations, state trademark registrations, and any pending applications therefor:

The Schedule

<u>Trademark</u>	<u>Territory</u>	<u>Registration/Serial Number</u>
<i>Stock Pot Soups & Design</i>	United States	1,382,528
<i>The Fresh Soup Company</i>	United States	1,663,522
<i>Stock Pot & Design</i>	United States	2,109,243
<i>Stock Pot & Design</i>	United States	2,109,244
<i>Stockpot</i>	United States	2,114,194
<i>Stockpot</i>	United States	2,151,176
<i>Stockpot</i>	United States	2,151,177
<i>Stock Pot & Design</i>	United States	2,151,178
<i>Stock Pot & Design</i>	United States	2,151,179

The Schedule

<u>Trademark</u>	<u>Territory</u>	<u>Registration/Serial Number</u>
<i>Stock Pot & Design</i>	United States	75/426,222
<i>Costumed Character Design</i>	United States	75/426,223
<i>Design Mark</i>	United States	75/427,191
<i>Design Mark</i>	United States	75/427,192
<i>Design Mark</i>	United States	75/430,945

Declaration

The undersigned, each being hereby warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of this document, respectively declare, each for himself/herself and his/her company, that: he/she is authorized to sign this document on behalf of his/her company and that all statements made by him/her of his/her own knowledge are true and all statements made by him/her based on information and belief are believed to be true.

Assignor:

Fortun Foods, Inc.

By: *Kevin G. Fortun*

Name: *Kevin G. Fortun*

Title: *President*

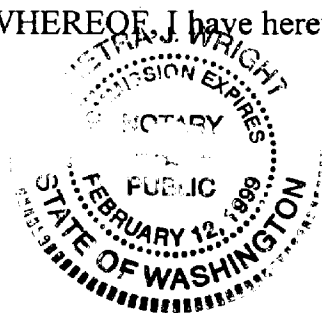
STATE OF WASHINGTON)

) ss.

COUNTY OF KING)

On this 11th day of August, 1998, before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn, personally appeared Kevin G. Fortun, who acknowledged himself to be the President of Fortun Foods, Inc., the corporation that executed the within and foregoing instrument and acknowledged said instrument to be the free and voluntary act and deed of said corporation for the uses and purposes therein mentioned, and on oath stated that he was duly elected, qualified and acting as said officer of the corporation, that he was authorized to execute said instrument and that the seal affixed, if any, is the corporate seal of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal the day and year first written above.



Dietra J. Wright
Name

DIETRA J. WRIGHT