

02-10-1999

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Docket No. 18594.0003

TRADEMARK ASSIGNMENT RECORDATION FORM COVER SHEET

To the Honorable Commissioner of Patents and Trademark, Box Assignments, Washington, D.C. 20231.
Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Nichirei Foods America, Inc.

Individual(s)

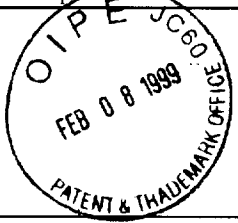
Association

Partnership--Type

Corporation Washington

Other

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



2. Name and address of receiving party(ies):

Name Innovasian Cuisine Enterprises, LLC

Street Address 13838 First Avenue South, Suite "C"

City Seattle State Washington Zip 98166

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation Washington

Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designation 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 Nunc Pro Tunc as of December 31, 1998

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Reg. No. 1,933,396 (PASSPORT CUISINE)

Reg. No. 2,214,972 (BENTO EXPRESS Stylized)

Additional numbers attached: Yes No

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

Name Kelly C. Maynard, Esq.

Internal Address Shaw Pittman Potts & Trowbridge

Street Address 2300 N Street, N.W.

City Washington State D.C. Zip 20037-1128

6. Total number of applications and registrations involved: 2

7. Total fees (37 CFR 3.41): \$ 65.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

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

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02 FC:442

40.00 OP
25.00 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.

Kelly C. Maynard
Name of Person Signing

Kelly C. Maynard
Signature

2/08/99
Date

Total number of pages including cover sheet, attachments, and document: 3

ASSIGNMENT

WHEREAS, NICHIREI FOODS AMERICA, INC., a corporation of Washington, having an address of 1124 – 54th Avenue East, Fife, Washington 98424, (hereinafter “NICHIREI”) has adopted and used the trademarks PASSPORT CUISINE and BENTO EXPRESS (Stylized) for frozen and refrigerated foods, and is the record owner of United States Trademark Registration Nos. 1,933,396 and 2,214,972 of those marks on the Principal Register for said goods.

WHEREAS, INNOVASIAN CUISINE ENTERPRISES, LLC, a corporation of the state of Washington, having an address of 13838 First Avenue South, Suite “C”, Seattle, Washington 98166, (hereinafter “INNOVASIAN”) has acquired all of NICHIREI’s rights, title and interest in and to the trademarks PASSPORT CUISINE and BENTO EXPRESS (Stylized), the goodwill symbolized thereby, the business associated therewith, and the aforesaid United States trademark registrations of said marks, and is desirous of making said acquisition of record.

NOW, THEREFORE, for and in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby mutually acknowledged, NICHIREI confirms that it has sold, assigned, transferred and conveyed and does hereby sell, assign, transfer and convey to INNOVASIAN all rights, title and interest in and to the trademarks PASSPORT CUISINE and BENTO EXPRESS (Stylized), the goodwill symbolized thereby, the business associated therewith, and

Trademark Registration Nos. 1,933,396 and 2,214,972 of said marks *nunc pro tunc* as of December 31, 1998.

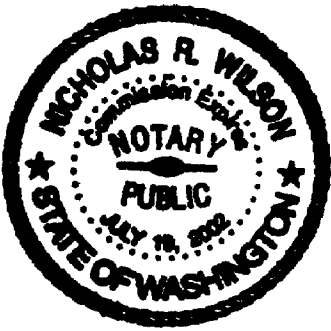
NICHIREI FOODS AMERICA, INC.

By: K. Morii
Koichi Morii
President

STATE OF WASHINGTON)
 :
COUNTY OF KING)

ss:-

Subscribed and sworn to before me this 6 day of JANUARY, 1999.



SEAL

Nicholas R. Wilson
Notary Public

My Commission Expires: 7.19.02

Document #: 708733 v.1