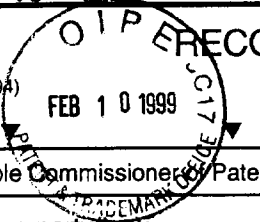


MRD 2.10.99

FORM PTO-1594  
(Rev. 6-93)

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

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02-12-1999



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IEET

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

To the Honorable Commissioner of Patents

Send original documents or copy thereof.

1. Name of conveying party(ies):

Washington Farms Distribution, d.b.a.  
Washington Cheese Company

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

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

2. Name and address of receiving party(ies)

Name: Simplot Dairy Products, Inc.

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

Street Address: P.O. Box 27

City: Boise State: ID ZIP 83707

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State Idaho
- 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

Effective Date: October 6, 1995

Execution Date: February 5, 1999

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

(Appendix A)

1,768,784 and 2,115,883

Additional numbers attached?  Yes  No

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

Epstein, Edell & Retzer  
Name: Aaron B. Retzer

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

02/11/1999 DNGUYEN 00000228 1768784

01 FC:481 40.00 OP  
02 FC:482 25.00 OP

Street Address: 1901 Research Blvd., Suite 400

City: Rockville State: MD ZIP: 20850

6. Total number of applications and registrations involved: \_\_\_\_\_

2

7. Total fee (37 CFR 3.41).....\$ 65.00

- Enclosed Check No. 2437
- Authorized to be charged to deposit account

8. Deposit account number: \_\_\_\_\_

(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.

Aaron B. Retzer

Name of Person Signing

Signature

2/10/99

Date

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

3

**MEMORANDUM OF ASSIGNMENT**

WHEREAS, Washington Farms Distribution, Inc., d.b.a. Washington Cheese Company (hereinafter "Washington Farms Distribution"), a corporation organized under the laws of the State of Washington and located at 615 East College Way, Mount Vernon, Washington 98273, had adopted and used the marks listed on Appendix A which registered on the Principal Register on the dates listed on Appendix A, and was assigned the registration numbers listed on Appendix A, and had acquired goodwill in connection with such uses; and

WHEREAS, effective October 6, 1995, Simplot Dairy Products, Inc. (hereinafter "Simplot Dairy Products"), a corporation organized under the laws of the State of Idaho and located at P.O. Box 27, Boise, Idaho 83707, acquired all rights, title, goodwill and interest in and to the trademarks.

NOW, THEREFORE, in consideration of and in exchange for the sum of ten dollars (\$10.00) and other good and valuable consideration, receipt of which has been acknowledged, said Washington Farms Distribution hereby assigned unto said Simplot Dairy Products all rights, title and interest in and to the trademarks together with the goodwill of the business symbolized by the trademarks.

**WASHINGTON FARMS DISTRIBUTION, INC.,  
D.B.A. WASHINGTON CHEESE COMPANY**

10/6/95  
Effective Date

  
James D Crawford  
Treasurer

**APPENDIX A**

<b>Registration No.</b>	<b>Mark</b>	<b>Registration Date</b>
1,768,784	MOUNTAIN VALLEY	5/4/93
2,115,883	PREMIUM WASHINGTON CHEESE and Design	11/25/97