



100974333

Tab settings 22599

To the Honorable Commissioner of Patent

ed original documents or copy thereof.

1. Name of conveying party(ies):

Metropolitan Life Insurance Company

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

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

3. Nature of conveyance:

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

Execution Date: December 28, 1998

2. Name and address of receiving party(ies)

Name: Chief Wenatchee

Internal Address: _____

Street Address: 1705 N. Miller

City: Wenatchee State: WA ZIP: 98801

- 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

USPSTO #1,643,813

Additional numbers attached? Yes No

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

Name: Robert L. White

Internal Address: _____

Davis, Arneil Law Firm

Street Address: 617 Washington St.

P.O. Box 2136

City: Wenatchee State: WA ZIP: 98801

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

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

02/26/1999 DNHUYEN 00000293 1643813

01 FC:481

40.00 DP

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.

ROBERT L. WHITE
Name of Person Signing

Signature

2/22/99
Date

Total number of pages including cover sheet, attachments, and document: 6

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT AGREEMENT made as of this 28th day of December, 1998 (the "Agreement") by and between Metropolitan Life Insurance Company, a New York mutual life insurance company ("MetLife"), with a place of business at One Madison Avenue, New York, New York, 10010 and Chief Wenatchee, a Washington cooperative association ("Assignee"), with a place of business at 1705 N. Miller, Wenatchee, Washington 98801.

WHEREAS, MetLife is the owner of the federal trademark registration and trade name registration listed on Attachment A annexed hereto (hereinafter the "Trademarks") together with documents relating to the status thereof; and

WHEREAS, MetLife wishes to sell and Assignee wishes to acquire all of MetLife's rights in and to the Trademarks together with the goodwill of the entire portion of the business associated therewith;

NOW THEREFORE, effective as of the date hereof, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto do agree as follows:

MetLife does hereby assign, transfer and convey unto Assignee, its successors and assigns, all of its right, title and interest in and to the Trademarks together with the goodwill of the business which is symbolized by the Trademarks and associated therewith, including without limitation:

the registrations (and all renewals thereof) of the Trademarks; and

any common law rights and any related rights based on use including the right to sue for any past, present or future infringement of the Trademarks and related claims, including the right to sue for injunctive relief and to collect damages.

With respect to the federal registration of trademark CRO (USPSTO # 1,643,813), Assignee will assume the responsibility to record this Trademark Assignment with the Assignment Branch of the United States Patent and Trademark Office and the Assignee shall bear all of the fees and expenses related to the recordation. Each party agrees to cooperate by executing any additional documents or instruments deemed necessary or appropriate, in the reasonable judgment of the other party, to confirm or record the assignment contemplated herein.

Assignee may not assign this Assignment Agreement to any other party unless that party and its assignees, successors, and heirs, agree to be bound by all of the terms and obligations of this Assignment Agreement.

Assignee hereby agrees to indemnify MetLife and undertakes to defend and hold MetLife, its affiliates, and their respective officers, directors, agents and employees, harmless from and against any and all claims, losses, damages and associated legal expenses arising out of

Assignee's use of the Trademarks. This obligation contained herein shall survive the expiration or termination of this Assignment Agreement.

IN WITNESS THEREOF, the undersigned have caused this Trademark Assignment to be duly executed by their respective authorized officers as of December 28, 1998.

ASSIGNOR:

METROPOLITAN LIFE
INSURANCE COMPANY

ASSIGNEE:

CHIEF WENATCHEE

By: *Daniel O'Neill*
Title: ASSISTANT VICE-PRESIDENT

By: *B. Bindell*
Title: President

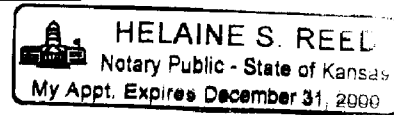
STATE OF KANSAS)
) SS:
COUNTY OF Johnson)

On this 28th day of December, 1998, before me, the undersigned, a Notary Public in and for the county and state aforesaid, personally appeared DANIEL A. O'NEILL, ASSISTANT VICE-PRESIDENT of Metropolitan Life Insurance Company, a corporation of the State of New York, personally known to me to be such officer, and to be the same person who executed as such officer the foregoing instrument of writing in behalf of said corporation, and he duly acknowledged the execution of the same for himself and for said corporation for the uses and purposes therein set forth.

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

Helaine S. Reed
Notary Public

My Commission Expires: 12-31-2000

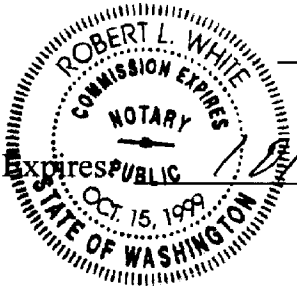


STATE OF Washington)
) SS:
COUNTY OF Columbia

On this 30th day of December, 1998, before me, the undersigned, a Notary Public in and for the county and state aforesaid, personally appeared Susan Embert President of Grand Wenatchee of Chief Wenatchee, a Washington cooperative association, personally known to me to be such officer, and to be the same person who executed as such officer the foregoing instrument of writing in behalf of said corporation, and he duly acknowledged the execution of the same for himself and for said corporation for the uses and purposes therein set forth.

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

[Handwritten signature]



Notary Public

My Commission Expires

10/15/99

ROBERT L. WHITE
President
Wenatchee, Wa.

Attachment A

TRADEMARKS

Mark: CRO

Reg. No.: 1,643,813

Reg. Date: May 7,1991

Owner: Metropolitan Life Insurance Company (New York Corporation) d.b.a. C.R.O. Fruit Company

For: Fresh fruit in Class 31

Trade name in the State of Washington: JOHNNY APPLESEED OF WASHINGTON

MILBURN D. KIGHT
ROBERT L. PARLETTE
ROBERT L. WHITE*
JAY A. JOHNSON
LEWIS W. CARD
ALLAN GALBRAITH
THOMAS F. O'CONNELL
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OF COUNSEL
JAMES ARNEIL
DAVID J. DORSEY

HARVEY F. DAVIS 1909 -1988

February 22, 1999

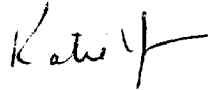
Commissioner of Patents & Trademarks,
Box Assignments
Washington, D.C., 20231

Re: **Metropolitan Life Insurance Company/Chief Wenatchee**

Dear Sir or Ma'am:

Enclosed please find a Recordation Form Cover Sheet, together with an original Trademark Assignment and our check for the assignment filing fee. Please file/record the enclosed Metropolitan Assignment and return to the undersigned.

Very truly yours,



Katie Yount

enclosures

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