



# RECORDATION FORM COVER 5 TRADEMARKS ONLY

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U.S. Patent & TMO/TM Mail Rept Dt. #10

In the Honorable Commissioner of Patents and Trademarks: Please record the att

100997738

1. Name of conveying party(ies):  
 Borden Foods Investments Corporation  
 Suite 202  
 One Little Falls Centre  
 Wilmington, DE 19808

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: BFC Investments, L.P.  
 Internal Address: \_\_\_\_\_  
 Suite 202  
 Street Address: One Little Falls Centre  
 City: Wilmington State: DE ZIP: 19808

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership Delaware  
 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 Nunc Pro Tunc  
effective October 1, 1996

Execution Date: \_\_\_\_\_

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

A. Trademark Application No.(s)  
75/016,987

B. Trademark Registration No.(s)  
2,026,782  
2,052,680  
2,042,669

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Karla J. Viney  
 Internal Address: \_\_\_\_\_  
 \_\_\_\_\_  
Vorys, Sater, Seymour and Pease LLP  
 Street Address: \_\_\_\_\_  
52 East Gay Street  
 City: Columbus State: OH ZIP: 43215

6. Total number of applications and registrations involved: 8

7. Total fee (37 CFR 3.41) \$215.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
02-2270  
 (Attach duplicate copy of this page if paying by deposit account)

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~~02/09/1999 JSHABAZZ 00000214 75016987~~

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.

Karla J. Viney  
 Name of Person Signing

Karla J. Viney  
 Signature

3/17/99  
 Date

Total number of pages including cover sheet, attachments, and document: 5

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

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03/29/1999 JSHABAZZ 00000214 75016987  
 01 FC:481                      40.00 CH  
 02 FC:482                      175.00 CH

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

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

ASSIGNMENT NUNC PRO TUNC

WHEREAS, BORDEN FOODS INVESTMENTS CORPORATION, a Delaware Corporation having its principal place of business at Suite 202, One Little Falls Centre, 2711 Centerville Road, Wilmington, Delaware 19808, ("hereinafter called "the Assignor") is the owner of the trademarks now registered and for which application is now pending and listed on the attached Schedule A ("Trademarks") in the United States Patents and Trademarks Office as set forth on such Schedule A.

WHEREAS, BFC INVESTMENTS, L.P., a Delaware Corporation having its principal place of business at Suite 202, One Little Falls Centre, 2711 Centerville Road, Wilmington, Delaware 19808,, ("hereinafter called the "Assignee"), is desirous of acquiring said Trademarks and the registrations and applications therefor;

NOW THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, receipt of which is hereby acknowledged, said BORDEN FOODS INVESTMENTS CORPORATION, does hereby assign unto said BFC INVESTMENTS, L.P., nunc pro tunc as of October 1, 1996, all right, title, and interest in the United States in and to said trademarks, together with the goodwill of the business as symbolized by said trademarks and the registrations and applications therefor.

Assignor and Assignee acknowledge that this Assignment of the trademarks is made subject to the terms of Paragraph 2.1 (a) (iii) of that Conveyance and Transfer Agreement made by and among, inter alia, Assignor and Assignee dated as of October 1, 1996.

IN WITNESS WHEREOF, Assignor and Assignee have caused this assignment to be executed effective as of October 1, 1996.

**BORDEN FOODS INVESTMENTS CORPORATION**

By:   
Phyllis R. Yeatman  
President

STATE OF Delaware )  
 ) SS  
COUNTY OF New Castle )

On this 15th day of March 1999, before me personally appeared Phyllis R. Yeatman, the person who signed this instrument who acknowledged that she signed it as a free act on behalf of BORDEN FOODS INVESTMENTS CORPORATION, the Assignor above named.

(SEAL) John W Kendall  
Notary Public  
My Commission Expires: 1-18-2000

**BFC INVESTMENTS, L.P.**

By: BORDEN FOODS CORPORATION, its Managing General Partner  
By: Phyllis R Yeatman  
Phyllis R. Yeatman  
Assistant Secretary

STATE OF Delaware )  
 ) SS  
COUNTY OF New Castle )

On this 15th day of March 1999, before me personally appeared Phyllis R. Yeatman, the person who signed this instrument who acknowledged that she signed it as a free act on behalf of BFC INVESTMENTS, L.P., the Assignee above named.

(SEAL) John W Kendall  
Notary Public  
My Commission Expires: 1-18-2000

**Trademarks on Assignment from BORDEN FOODS INVESTMENTS CORPORATION to BFC INVESTMENTS, L.P.**  
*(United States)*

TRADEMARK	STATUS	APP. NUMBER	FILE DATE	REG. NUMBER	REG. DATE	COUNTRY NAME	CLASS	GOODS
CREATE WITH CREAMETTE	PENDING	75/016987	24-DEC-1998			UNITED STATES OF AMERICA	30	MACARONI, SPAGHETTI, VERMICELLI, RINGS JUNIORETTES, SHELLS, LINGUINE, LASAGNA, WIDE RIBBONS, YOLK-FREE DUMPLING, PEENE RIGATE, MOSTACCIOLI, RIGATONI, ZITI, PASTA NUGGETS, ROTELE, WHEELS, RAINBOW PASTA, MANICOTTI, EGG NOODLES, SPINACH RIBBONS, KLUSKI, EXTRA-WIDE NOODLES AND MACARONI AND CHEESE
EVERY DAY'S A PRINCE PASTA DAY!	REGISTERED	75/015747	07-NOV-1995	2026782	31-DEC-1996	UNITED STATES OF AMERICA	30	PASTA, NAMELY SPAGHETTI, MACARONI, ZITI, VERMICELLI, LINGUINE, RIGATONI, SHELLS, DITALINI, MEZZANI, MACCARONONCELLI, ALPHABETS, ACINI DE PEPE, TUBETINI, ORZO, MOSTACCIOLI, ROTINI, RADIATORE, CAVATELLI, FUSILLI, MANICOTTO, SHELLS AND CHEDDAR, TWISTS AND CHEDDAR, MACARONI AND CHEESE, FETTUCCINE, EGG NOODLES, RIBBONS, ANGEL HAIR
ITALIAN MEDLEY	REGISTERED	74/671,359	08-MAY-1995	2,051,680	08-APR-1997	UNITED STATES OF AMERICA	30	PASTA
MISCELLANEOUS DESIGN (MASON JAR)	REGISTERED	74/632,211	09-FEB-1995	2,042,669	11-MAR-1997	UNITED STATES OF AMERICA	30	SAUCES, WITH THE EXCEPTION OF APPLESAUCE AND CRANBERRY SAUCE IN INTERNATIONAL CLASS 30

TRADEMARK	STATUS	APP. NUMBER	FILE DATE	REG. NUMBER	REG. DATE	COUNTRY NAME	CLASS	GOODS
NOVITA	REGISTERED	75/065,822	01-MAR-1996	2,095,977	09-SEP-1997	UNITED STATES OF AMERICA	30	PASTA, PASTA AND SAUCES IN COMBINATION
SPAGHETTINI DI SORRENTO	PENDING	74/572,350	12-SEP-1994	2,016,166	12-NOV-1996	UNITED STATES OF AMERICA	29	ENRICHED MACARONI PRODUCT.
VIVA (STYLIZED)	RENEWED	364,967	09-JUL-1970	914,165	08-JUN-1971	UNITED STATES OF AMERICA	30	MACARONI, NOODLES AND SPAGHETTI SAUCES, BOTH MEATLESS AND MEAT-CONTAINING (US CLASS 46)