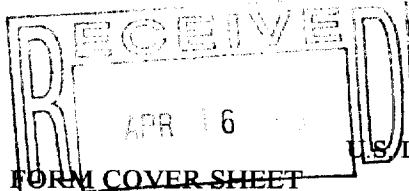


04-22-1999



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office
Attorney Docket No: ORCA219520

To the Honorable Assistant Commissioner for Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies):</p> <p>HFI Foods, Inc.</p> <p><input type="checkbox"/> Individuals <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: <u>Orca Bay Seafoods, Inc.</u> Address: <u>900 Powell Ave., SW</u> City: <u>Renton</u> State: <u>WA</u> ZIP: <u>98055</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association State of _____ <input type="checkbox"/> General Partnership State of _____ <input type="checkbox"/> Limited Partnership State of _____ <input checked="" type="checkbox"/> Corporation-State <u>Washington</u> <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designation must be a separate document from Assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution date: September 24, 1998

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

A. Trademark Application No(s).
Additional numbers attached? Yes No

B. Trademark Registration No(s). 1,511,115
Additional numbers attached? Yes No

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

Gary S. Kindness, Esq.
CHRISTENSEN O'CONNOR
JOHNSON & KINDNESS^{PL.LC}
1420 Fifth Avenue
Suite 2800
Seattle, WA 98101-2347
(206) 682-8100

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41):\$ 40.00
Check No. 164745 in the amount of \$40.00 is enclosed.

8. The Commissioner is authorized to charge any fees that may be required or credit any overpayment to Deposit Account Number 03-1740.

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.

Gary S. Kindness _____
Name of Attorney or Agent
Registration No. 22,178
Direct Dial (206) 695-1702

Gary S. Kindness _____
Signature

4/13/99 _____
Date

Total number of pages including cover sheet, attachments and document: 2

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

I hereby certify that this correspondence is being deposited with the U.S. Postal Service in a sealed envelope as first class mail with postage thereon fully prepaid addressed to: U.S. Patent and Trademark Office, Office of Public Records, Crystal Gateway 4, Room 335, Washington, D.C. 20231, on April 13, 1999.

Date: April 13, 1999

Marcia Harding _____

04/22/1999 DNGUYEN 00000005 151115
01 FC:481 40.00 OP

TRADEMARK ASSIGNMENT

Whereas, HFI FOODS, INC., a Washington corporation, is the owner of the trademark "RE-FRESH" and U.S. Trademark Registration No. 1,511,115 for the mark "RE-FRESH" registered on November 1, 1988, in the U.S. Patent and Trademark Office. Sample attached.

Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, HFI FOODS, INC., does hereby assign and transfer to ORCA BAY ^{SEA} FOODS, INC., a Washington corporation, all of its rights, title, ownership and interest in and to said trademark and trademark registration, together with the goodwill of the business symbolized by the mark "RE-FRESH".

SEA
ADK
4/13/99

HFI FOODS, INC., hereby agrees to perform all reasonable and proper acts at the request of ORCA BAY FOODS, INC., which it may require in order to vest all of HFI'S right, title, ownership and interest in and to the said trademark and trademark registration in ORCA BAY FOODS, INC., or its successor.

DATED this 24th day of September, 1998.

HFI FOODS, INC.

By: 