

05-28-1999



101049174

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

5-24-99

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Sara Lee Corporation

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

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

2. Name and address of receiving party(ies)

Name: State Fair Foods, Inc.

Internal Address: Suite 304

Street Address: 4639 Irving Boulevard

City: Dallas State: TX ZIP: 75247

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Texas
- 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

Execution Date: May 12, 1999

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

695779

725694

Additional numbers attached? Yes No

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

Name: S. Kathleen Frith

Internal Address: Sara Lee Corporation
Law Dept.

Street Address: 470 Hanes Mill Road

City: Winston-Salem State: NC ZIP: 27105

6. Total number of applications and registrations involved: 2

7. Total fee (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)

05/27/1999 DNGUYEN 00000167 695779

DO NOT USE THIS SPACE

01 FC:481

03 FC:482

40.00 OP
25.00 OP

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.

S. Kathleen Frith
Name of Person Signing

S. Kathleen Frith
Signature

5-13-99
Date

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

Mail documents to be recorded with required cover sheet information to:

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

REEL: 001903 FRAME: 0926

ASSIGNMENT

State of North Carolina)
) SS.
County of Forsyth)

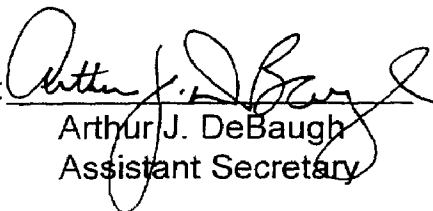
WHEREAS SARA LEE CORPORATION, hereinafter called "Assignor"), a Maryland corporation having its principal place of business at 470 Hanes Mill Road, Winston-Salem, North Carolina 27105 has adopted, used, and is using the trademarks listed on the attached schedule; and

WHEREAS State Fair Foods, Inc. hereinafter called "Assignee"), a Texas corporation having its principal place of business at 4639 Irving Boulevard, Suite 304, Dallas, Texas, 75247 is desirous of acquiring said trademarks;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all rights, title, and interest in and to said trademarks together with the goodwill of the business symbolized by the mark and the registrations and applications thereof.

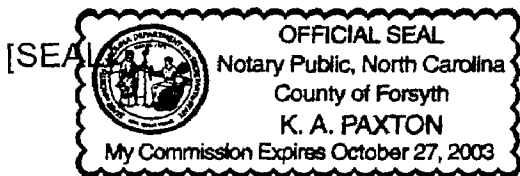
Assignor warrants that it is the lawful owner of all rights transferred to Assignee by this Assignment.

Sara Lee Corporation

By: 
Arthur J. DeBaugh
Assistant Secretary

Date: 12 May 1999

Subscribed and sworn to before me this 12th day of May, 1999.




Notary Public

My commission expires on: 10-27-2003

SCHEDULE

FIESTA
FIESTA

U.S. Registration No. 695779
U.S. Registration No. 725694