

06-07-1999



FORM PTO-1594 (Rev. 6-93) OMB No. 0651-0011 (exp. 4/94)

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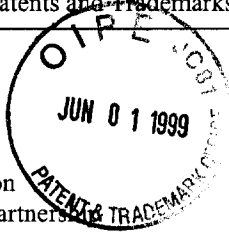


SHEET

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

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



6.199

1. Name of conveying party(ies): ProMark International, Inc.

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

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

2. Name and address of receiving party(ies)

Name: McCain Foods USA, Inc. Internal Address: Street Address: 2905 Butterfield Road City: Oak Brook State: IL Zip: 60521 Country: USA

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

Execution Date: May 17, 1999

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,200,126 2,213,220 2,062,902 2,099,042

Additional numbers attached? Yes No

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

Name: ROY H. WEPNER Internal Address: LERNER, DAVID, LITTENBERG, KRUMHOLZ & MENTLIK, LLP Street Address: 600 South Avenue West City: Westfield State: NJ ZIP: 07090

6. Total Number of applications and registrations involved: 4

7. Total Fee (37 CFR 3.41).....\$ 115.00 Enclosed Authorized to be charged to deposit account

8. Deposit account number: 12-1095 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

06/07/1999 NTHAI1 00000011 121095 2200126

01 FC: 401 Statement and 06/09/99 CH. 02 FC: 402 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.

ROY H. WEPNER (Name of Person Signing)

Signature of Roy H. Wepner

May 27, 1999 (Date)

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

Mail documents to be recorded with required cover sheet information to: U.S. Patent and Trademark Office, Office of Public Records, Crystal Gateway 4, Room 335, Washington, DC 20231 Attention: Assignments

TRADEMARK REEL: 001907 FRAME: 0587

ASSIGNMENT

WHEREAS, ProMark International, Inc. ("*ProMark*"), an Idaho corporation with offices located at 877 West Main Street, Suite 510, Boise, Idaho 83702, is the owner of the following registered trademarks and pending trademark applications:

TRADEMARK	COUNTRY	APPL. NO.	FILE DATE	REG. NO.	REG. DATE	CLASS
BREW CITY	US	75/068,768	03/07/1996	2,200,126	10/27/1998	29
BREW CITY & DESIGN	US	75/068,750	03/07/1996	2,062,902	05/20/1997	29
BREW CITY & DESIGN	US	75/072,058	03/13/1996	2,213,220	12/22/1998	29
BREW CITY & DESIGN	US	75/120,296	06/17/1996	2,099,042	09/23/1997	29

WHEREAS, McCain Foods USA, Inc., a Maine corporation with offices located at 2905 Butterfield Road, Oak Brook, Illinois 60521, is desirous of acquiring all right, title and interest in and to the registered trademarks and pending trademark applications, together with the good will connected with the use thereof and symbolized thereby,

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, *ProMark* does hereby assign unto McCain Foods USA, Inc. all right, title and interest in and to the foregoing registered trademarks and pending trademark applications, together with the good will connected with the use thereof and symbolized thereby.

ProMark agrees to execute any and all additional documents that may be necessary from time to time to perfect and record title in the registered trademarks and pending applications set forth above in McCain Foods USA, Inc. and to carry out the intent of this Assignment.

PROMARK INTERNATIONAL, INC.

By *Melvin G. ...*

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

Amy Jo Skow
Notary Public

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