

07-15-1999

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027



101091134

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

mls
1-12-99

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other

Citizenship/State of Incorporation/Organization

07/14/1999 DNGUYEN 00000153 1382528

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 325.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK

REEL: 001927 FRAME: 0121

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Registration Number(s)

<input type="text" value="1382528"/>	<input type="text" value="1663522"/>	<input type="text" value="2109243"/>
<input type="text" value="2109244"/>	<input type="text" value="2114194"/>	<input type="text" value="2151176"/>
<input type="text" value="2151177"/>	<input type="text" value="2151178"/>	<input type="text" value="2151179"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Bette J. Steele

Name of Person Signing

Bette J. Steele

Signature

7/1/99

Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached (Designation must be a separate document from the Assignment.)

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

2205882	2205884	2209188
2209194	2217420	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Assignment of Trademarks

THIS ASSIGNMENT is made effective June 17, 1999 by and between:

ASSIGNOR: CSC Brands, Inc. a Delaware corporation, with a principal office at 200 Continental Drive, Suite 102, Newark, Delaware 19713 (the "Assignor")

-AND-

ASSIGNEE: Stockpot Inc., a Washington corporation having a principal office at 18211 N.E. 68th Street, Building E-120, Redmond, Washington 98052 (the "Assignee").

WHEREAS, Assignor is the sole and exclusive owner of the trademarks listed in the Schedule below (the "Trademarks"); and

WHEREAS, Assignor wishes to assign, transfer, and convey to Assignee all of Assignor's right, title and interest in and to the Trademarks within the United States, its territories and possessions, the goodwill associated with said Trademarks, and all common law rights, Federal and state trademark registrations and any pending applications therefor; and

WHEREAS, Assignee is desirous of acquiring all Assignor's right, title, and interest in and to said Trademarks within the United States, its territories and possessions, the goodwill associated therewith, and all common law rights, Federal trademark registrations, state trademark registrations, and any pending applications and right to prosecute such pending applications thereof;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Assignor does hereby assign, transfer and convey unto the said Assignee all of Assignor's rights, title and interest in and to the said Trademarks within the United States, its territories and possessions, together with the goodwill of the business symbolized by the Trademarks and all common law rights, Federal registrations, state trademark registrations, and any pending applications therefor.

The Schedule

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
<i>Stock Pot Soups & Design</i>	1,382,528	2/11/86
<i>The Fresh Soup Company</i>	1,663,522	11/5/91
<i>Stock Pot & Design</i>	2,109,243	10/28/97
<i>Stock Pot & Design</i>	2,109,244	10/28/97
<i>Stockpot</i>	2,114,194	11/18/97
<i>Stockpot</i>	2,151,176	4/14/98
<i>Stockpot</i>	2,151,177	4/14/98
<i>Stock Pot & Design</i>	2,151,178	4/14/98

<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
<i>Stock Pot & Design</i>	2,151,179	4/14/98
<i>Costumed Character Design</i>	2,205,882	11/24/98
<i>Design Mark</i>	2,205,884	11/24/98
<i>Stock Pot & Design</i>	2,209,188	12/8/98
<i>Design Mark</i>	2,209,194	12/8/98
<i>Design Mark</i>	2,217,420	1/12/99

Assignor:
CSC Brands, Inc.

By: *Anthony P. DiSilvestro*
Name: Anthony P. DiSilvestro
Title: Vice President - Treasurer

STATE OF NEW JERSEY)
) ss.
COUNTY OF CAMDEN)

On this 17 day of June 1999, before me, the undersigned, a Notary Public in and for the State of New Jersey, duly commissioned and sworn, personally appeared Anthony P. DiSilvestro, who acknowledged himself to be the Vice President - Treasurer of CSC Brands, Inc., the corporation that executed the within and foregoing instrument and acknowledged said instrument to be the free and voluntary act and deed of said corporation for the uses and purposes therein mentioned, and on oath stated that he was duly elected, qualified and acting as said officer of the corporation, that he was authorized to execute said instrument and that the seal affixed, if any, is the corporate seal of said corporation.

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

Francesse W. Johnson
Notary Public

FRANCESE W. JOHNSON
NOTARY PUBLIC OF NEW JERSEY
Commission Expires 4/15/2004