

08-03-1999

SHEET

Docket No.:

JLY

7.30.99



Tab settings

To the Honorable Commissioner of

101109558

the attached original documents or copy thereof.

1. Name of conveying party(ies):

Partners, a Tasteful Choice Company
115 South Brandon Street
Seattle, Washington 98108



- Individual(s)
- General Partnership
- Corporation-State Washington
- Other

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: April 1, 1999

2. Name and address of receiving party(ies):

Name: Wise Foods Investments, Inc.

Internal Address:

Street Address: Suite 202, One Little Falls Centre

City: Wilmington, State: DE ZIP: 19808

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State Delaware

Other

If assignee is not domiciled in the United States, a domestic designation is Yes No

(Designations must be a separate document from

Additional name(s) & address(es) Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,102,108

Additional numbers

Yes No

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

Name: Cory M. Amron, Esquire

Internal Address: Vorys Sater Seymour and Pease LLP

Street Address: 1828 L Street, N.W.; 11th Floor

City: Washington State: DC ZIP: 20036

6. Total number of applications and registrations involved:.....

1

7. Total fee (37 CFR 3.41):.....\$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

08/02/1999 NTHAI1 00000228 2102108

01 FC:481 40.00 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.

Cory M. Amron

Name of Person Signing

Cory Amron

Signature

July 30, 1999

Date

Total number of pages including cover sheet, attachments, and

2

ASSIGNMENT OF TRADEMARK

THIS ASSIGNMENT, made as of the 1st day of April, 1999 between Wise Foods Investments, Inc., a Delaware corporation (hereinafter "WISE" or "Assignee") and Partners, a tasteful choice company, a Washington corporation (hereinafter "PARTNERS" or "Assignor")

WHEREAS, PARTNERS, whose business address is 115 South Brandon Street, Seattle, Washington 98108, has adopted and is using the trademark WISECRACKERS (hereinafter the "Mark"), which was registered on September 30, 1997 with the United States Patent and Trademark Office and which registration number is 2,102,108; and

WHEREAS, WISE, whose business address is Suite 202, One Little Falls Centre, Wilmington, Delaware 19808, is desirous of acquiring said Trademark.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby grant, assign and convey to Assignee all of Assignor's right, title and interest in and to the Trademark together with the goodwill of the business symbolized by the Trademark, including, without limitation, Assignor's right, title and interest in and to (1) all income, royalties, damages and payments now and hereafter due and/or payable with respect to the Mark including, without limitation, damages and payments for past or future infringements thereof; (2) the right to sue for past, present and future infringements of the Mark; (3) the right to secure all registrations and renewals for the registration of the Mark; and (4) all rights corresponding thereto, as fully and entirely as the same would have been held and enjoyed by Assignor had this Assignment not been made.

IN WITNESS WHEREOF, the parties hereto have executed this Assignment as of the day and year first above written.

ASSIGNOR:
PARTNERS, A TASTEFUL CHOICE COMPANY

By: *Cara L M Figgins*
Name: *Cara L. M. Figgins*
Title: *Vice President*

ASSIGNEE:
WISE FOODS INVESTMENTS, INC.

By: *Phyllis R Yeatman*
Phyllis R. Yeatman, President