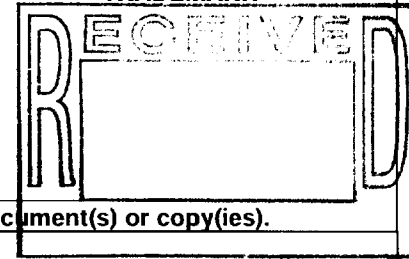


08-04-1999



101108665

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



8.2.99

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

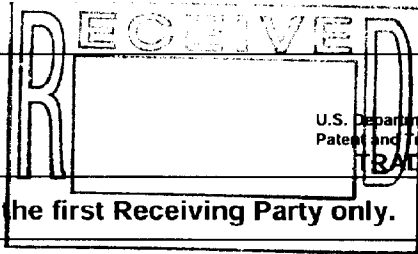
- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

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 Assignment.)

08/04/1999 DNGUYEN 00000128 190142 529697

FOR OFFICE USE ONLY

01 FC:481 40.00 CH
02 FC:482 775.00 CH



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)

Registration Number(s)

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

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.

Victoria J. Triplett

Name of Person Signing

Signature

7/20/99

Date Signed

TRADEMARK REGISTRATIONS

ADMIRATION	529697
BREAKFAST CLUB	791112
BUTTER-NUT	154655
BUTTER-NUT	864001
CAFÉ CONTINENTAL	1948715
CHIME	771187
CHIME	805288
CHIME	861766
CHURCHILL	650188
CHURCHILL	1638541
CHURCHILL 97	1643793
COFFEEPOT DESIGN	931414
CONTINENTAL	400719
CONTINENTAL	652134
CONTINENTAL	702368
CONTINENTAL	708480
CONTINENTAL	762953
CONTINENTAL	994804
EXTRA YIELD	1676924
FABULITE	889442
HUGGINS GOURMET	1355689
HUGGINS GOURMET TASTES LIKE	811810

TRADEMARK REGISTRATIONS (CON'T)

MARYLAND CLUB	502232
MOD-URN	802549
MOUNTIAN HARVEST	1397024
REDISCOVER AN ANCIENT PLEASURE	1874788
SNOWMAN MUG DESIGN	1815063
THE COFFEE YOU'D DRINK IF YOU CWNED ALL	811807
TRIPLE C	688812
WB	433708
WB GOLD	1745974
WINDSOR	1139697

NUNC PRO TUNC ASSIGNMENT

WHEREAS SARA LEE CORPORATION, (hereinafter called "Assignor"), a Maryland corporation has adopted, used, and is using the trademarks listed on the attached schedule; and

WHEREAS DEA LEASING. L.L.C., (hereinafter called "Assignee"), a Delaware limited liability corporation, 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, nunc pro tunc as of March 15, 1999, all rights, title, and interest in and to said trademarks together with the goodwill of the business symbolized by the trademarks and the registrations 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
Arthur J. DeBaugh
Assistant Secretary

Date: 19-7-99

Subscribed and sworn to before me this 19th day of July, 1999

[SEAL]



Mary Anne Tilley
Notary Public

My commission expires on: 3/23/00