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FORM PTO-1594 1-31-92 REC  U.S. Department of Commerce Patent and Trademark Office

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Tab settings ⇌ ⇌ ⇌ To the Honorable Commissioner  the attached original documents or copy thereof.

1. Name of conveying party(ies): JP Foodservice Distributors, Inc.  and Address of receiving party(ies): JP Foodservice, Inc.

03-06-1999 al Address: Address: 9830 Patuxent Woods Drive

U.S. Patent & TM Mail Rcpt Dt. #26

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

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

City: Columbia State: MD Zip: 20146

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other Nunc Pro Tunc Assignment

Execution Date: October 20, 1994

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

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)
 1,699,045 JP FOODNEWS
 1,794,471 DIRECTCARE MEALS, MENUS & MORE
 (& Design)

Additional numbers attached? Yes No

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

Name: Valerie E. Keller
 Internal Address: Hogan & Hartson LLP

Street Address: 8300 Greensboro Drive
Suite 1100
 City: McLean State: VA Zip: 22102

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41): \$ 90.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 08-2550
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Valerie E. Keller Valerie E. Keller 8/5/99
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 4

08/13/1999 MHA11 00000302 1699045

01 FC:481 40.00 OP
 02 FC:482 50.00 OP

Recordation Form Cover Sheet
Assignor: JP Foodservice Distributors, Inc.
Assignee: JP Foodservice, Inc.
Execution Date: October 20, 1994

Additional Trademark Registration Numbers:

RN 1,859,225 HILLTOP HEARTH (& Design)

**NUNC PRO TUNC
TRADEMARK ASSIGNMENT**

WHEREAS, JP Foodservice Distributors, Inc., a corporation organized under the laws of Delaware, (hereinafter "Assignor") is the record owner of the U.S. Trademark Registrations listed in the attached Schedule 1 and the goodwill symbolized thereby (the "Trademarks"); and

WHEREAS, on or about October 20, 1994, Assignor sold, assigned and transferred all of its right, title, and interest in and to the Trademarks to JP Foodservice, Inc., a Delaware corporation, located at 9830 Patuxent Woods Drive, Columbia, Maryland 20146; and

WHEREAS, the parties are desirous of ratifying and confirming said sale, assignment and transfer of all right, title and interest in and to said Trademarks and the goodwill symbolized thereby;


NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor has assigned and hereby sells, assigns, transfers and sets over to Assignee, nunc pro tunc effective October 20, 1994, the entire right, title, and interest in and to the Trademarks, including the U.S. registrations therefore, and the goodwill of the business connected with the Trademarks, the same to be held and enjoyed by Assignee, its successors, assigns and other legal representatives.

Assignor further assigns to Assignee all right to sue for and receive all damages accruing from past infringements of the Trademarks.

This Assignment shall be binding upon the parties, their successors and/or assigns and all others acting by, through, with or under their direction, and all those in privity therewith.

JP Foodservice Distributors, Inc.

Date: 8/2/99

By:  _____

Name: David Abramson

Title: Executive Vice President

JP FOODSERVICE DISTRIBUTORS, INC.

Schedule 1

1,699,045	JP FOODNEWS
1,794,471	DIRECTCARE MEALS, MENUS & MORE (& Design)
1,784,619	JP FOODSERVICE, INC. (Stylized)
1,814,564	JP FOODSERVICE, INC. BECAUSE SERVICE MAKES A DIFFERENCE (& Design)
1,859,225	HILLTOP HEARTH (& Design)