

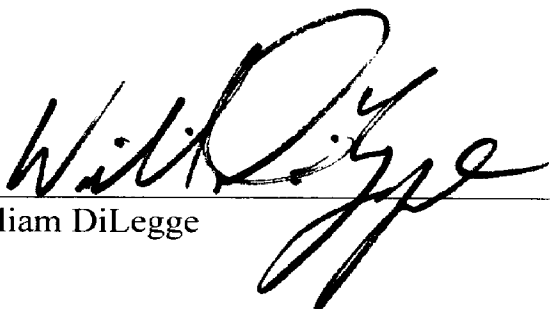
TRADEMARK ASSIGNMENT

WHEREAS, William DiLegge, a U.S. Citizen, of 202 South Montowese Street, Branford, Connecticut 06405 ("Assignor"), has adopted, has used and is using in interstate commerce within the United States the trademark PASTA COSÌ for pasta sauces, which is the subject of a trademark application pending in the United States Patent and Trademark Office under Application No. 75/425,118, filed January 28, 1998 (the "Trademark"); and

WHEREAS, DiLegge Enterprises, Inc. d/b/a Pasta Così, a corporation organized and existing under the laws of the State of Connecticut, having its place of business at 202 South Montowese Street, Branford, Connecticut 06405 ("Assignee"), desires to acquire said Trademark of the Assignor, including the pending application therefor and the goodwill of the business attendant thereto,

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by Assignor, Assignor hereby sells, conveys, assigns and transfers to Assignee, its successors and assigns, the entire right, title and interest in the United States in and to said Trademark, any and all licenses granted thereunder and Application Serial No. 75/425,118 therefor, together with the goodwill of the business symbolized by said Trademark and the right to recover for any past infringement of the Trademark.

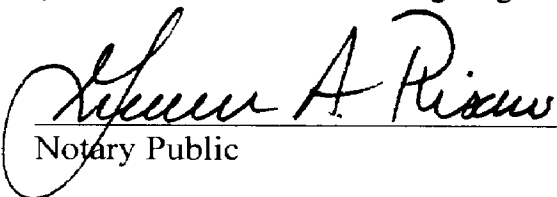
Signed at New Haven, Connecticut
on this 24th day of August, 1999



William DiLegge

On the 24th day of August, 1999, before me personally came William DiLegge, to me known, who being by me duly sworn, executed the foregoing instrument.

[Notarial Seal]



Notary Public

GRACENNE PERINO
NOTARY PUBLIC, State of Connecticut
My Commission Expires 6/30/01