

TRADEMARKS ONLY



TRADEMARKS ONLY

marks thereof.

101130626

1. Name of Party(ies) conveying an interest:  
 Van Houten International GmbH & Co. KG  
 Am Stammgleis 9, D-2000 Norderstedt  
 Federal Republic of Germany

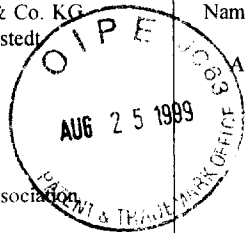
Entity:

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

3. Interest Conveyed:

Assignment       Change of Name  
 Security Agreement       Merger  
 Other

Execution Date - August 12, 1999



2. Name and Address of Party(ies) receiving an interest:  
 Name: Frankonia Schokoladenwerke GmbH  
 Address: Daimlerstrasse 9, D-97209 Veitshochheim  
 Federal Republic of Germany

Entity:

Individual(s)       Association  
 Corporation - Germany       General Partnership       Limited Partnership  
 Other

Citizenship

If not domiciled in the United States, a domestic representative designation is attached:  
 Yes  
 No

(The attached document must not be an assignment)

Handwritten: 420 8/25/99

4. Application number(s) or registration number(s). Additional sheet attached?       Yes       No

A. Trademark Application No.(s)	B. Trademark Registration No.(s)
	1,163,964
	1,644,554

5. Please mail documents back to:  
 Paul W. Kruse  
 Pillsbury Madison & Sutro LLP  
 1100 New York Avenue, N.W.  
 Washington, D.C. 20005-3918

6. Number of applications and registrations involved: 2

7. Amount of fee enclosed: \$ 65.00

8. If above amount is missing or inadequate, charge deficiency to our Deposit Account No. 03-3975 under Order No. 11347 / 258787.  
 C#      M#

08/27/1999 MTHAI1 00000202 1163964      DO NOT USE THIS SPACE

1 FC:481      40.00 OP  
 2 FC:482      25.00 OP

65E

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.

\_\_\_\_\_  
 Signature

Total number of pages including cover sheet, attachments and document (excluding duplicate cover sheet)	5
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Attorney: Paul W. Kruse  
 Date: August 25, 1999      Tel: (202) 861-3613  
 Atty/Sec: PWK:teh      Fax: (202) 822-0944

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Registrant: Frankonia Schokoladenwerke GmbH )  
)  
Mark: PEA SCHOKOLADE and Design )  
)  
Reg. No. 1,163,964 ) Assignment Branch  
)  
Date of Issue: August 4, 1981 )  
)  
Our Ref. No. 11347/214065 )

Assistant Commissioner for Trademarks  
BOX PETITION - NO FEE  
2900 Crystal Drive  
Arlington, Virginia 22202-3513


DESIGNATION OF DOMESTIC REPRESENTATIVE

Sir:

The undersigned hereby designates the firm of Pillsbury Madison & Sutro LLP, whose postal address is 1100 New York Avenue, N.W., Ninth Floor, Washington, D.C. 20005-3918 (202) 861-3000, as its representative upon whom notices or process in proceedings affecting the above referenced mark may be served.

Please direct all communications to Paul W. Kruse or Susan T. Brown at (202) 861-3000.

FRANKONIA SCHOKOLADENWERKE GMBH

By:   
Name: Hermann Ottmüller  
Title: General Manager  
Date: 06/30/1999

TRADEMARK ASSIGNMENT

TRADEMARK ASSIGNMENT made as of August 1st, 1998, by and among Van Houten International GmbH & Co. KG, a limited partnership of Germany with its principal office at Am Stammgleis 9, D-2000 Norderstedt, Federal Republic of Germany (the "Assignor"), and Frankonia Schokoladenwerke GmbH, a corporation of Germany with its principal office at Daimlerstrasse 9, D-97209 Veitshochheim, Federal Republic of Germany (the "Assignee").

The Assignor has adopted, used and is using certain trademarks, the applications or registrations for which are listed on SCHEDULE A, which is attached hereto and made a part hereof (collectively, the "Trademarks"). The Assignee desires to acquire from the Assignor, and the Assignor desires to transfer to the Assignee, the Trademarks and any applications or registrations therefor.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignor does hereby sell, assign and transfer unto the Assignee; its successors, assigns and legal representatives, the entire, full and exclusive right, title and interest in and to the Trademarks, together with the good will of the business symbolized by the Trademarks and any applications or registrations therefor, and the right (but not the obligation) to assert the Trademarks and to collect for all past, present and future infringements, and claims for damages and the proceeds thereof, including, without limitation, license royalties and proceeds of infringement suits and all rights corresponding thereto throughout the world by reason of any past and future acts of infringement that have or may occur.

ASSIGNOR:

12. Aug. 1999

Van Houten International GmbH & Co. KG

By: 

Name: H. B. de Jarcy E. Kammann

Title: \_\_\_\_\_

ASSIGNEE:

Frankonia Schokoladenwerke GmbH

By: 

Name: Hermann Ottmüller

Title: General Manager

**SCHEDULE A**

**Assigned Trademarks in the United States**

PEA SCHOKOLADE and Design

Reg. No. 1,163,964

PEA DEAT and Design

Reg. No. 1,644,554