

09-17-1999

To the Honorable  
Please record the a



marks:  
hereof.

9.14.99

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<p>1. Name of party(ies) conveying an interest:</p> <p>International Proteins Corporation</p> <p>Entity:</p> <p><input type="checkbox"/> Individual                      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership        <input type="checkbox"/> Limited P'ship  <input checked="" type="checkbox"/> Corporation - State - Delaware  <input type="checkbox"/> Other</p>	<p>2. Name and Address of Party(ies) receiving an interest:</p> <p>The Scoular Company  2027 Dodge Street  Omaha, NE 68102</p> <p>Entity:</p> <p><input type="checkbox"/> Individual                      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership        <input type="checkbox"/> Limited P'ship  <input checked="" type="checkbox"/> Corporation - State - Nebraska  <input type="checkbox"/> Other</p>
<p>3. Interest Conveyed</p> <p><input checked="" type="checkbox"/> Assignment  <input type="checkbox"/> Security Agreement              <input type="checkbox"/> Change of Name  <input type="checkbox"/> Other: _____                  <input type="checkbox"/> Merger</p>	<p>If not domiciled in the United States, a domestic representative designation is attached:</p> <p><input type="checkbox"/> Yes   <input type="checkbox"/> No</p> <p>(the attached document must be an assignment)</p>
<p>4. Application number(s) or registration number(s).</p> <p>A. Trademark Application No.(s):</p>	<p>Additional Sheet attached: <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>B. Trademark Registration No.(s)</p> <p>837,625</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Nancy L. Moersch  The Scoular Company  400 S. Fourth St., Ste. 900  Minneapolis, MN 55415</p>	<p>6. Number of applications and registrations involved:</p> <p>1</p> <p>7. Amount of fee enclosed or authorized to be charged:</p> <p>\$40.00</p> <p>8. Deposit account number (Attach duplicate copy of this form if paying by deposit account):</p>
<p>DO NOT USE THIS SPACE</p>	
<p>9. Date of execution of attached document: June 9, 1998</p> <p>10. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.</p> <p>By: <u><i>Jan C. Kaci</i></u>  Signature  Title: Vice President</p> <p style="text-align: right;">Executed on: <u>September 14, 1999</u></p>	

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## TRADEMARK ASSIGNMENT

THIS ASSIGNMENT, made effective as of the 9th day of June, 1998, by and between International Proteins Corporation, a Delaware corporation (the "Assignor") and The Scoular Company, a Nebraska corporation (the "Assignee").

WHEREAS, Assignor owns United States Trademark Registration No. 837,625 (the "Mark");

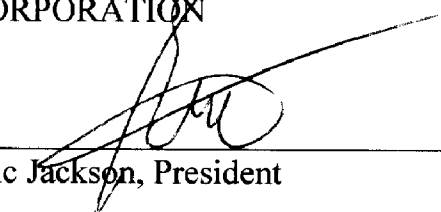
WHEREAS, Assignor and Assignee have entered into that certain Asset Purchase Agreement dated June 9, 1998 (the "Asset Purchase Agreement") pursuant to which Assignor is selling and Assignee is purchasing certain of the assets of Assignor, including the Mark; and

WHEREAS, Assignor desires to sell, transfer and assign to Assignee any and all rights and interest in the Mark, and Assignee is desirous of acquiring the Mark and the registration thereof.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor, intending to be legally bound hereby, hereby sells, transfers and assigns to Assignee all right, title and interest in and to the Mark, together with the goodwill of the business associated therewith and the registration therefor. Assignor further agrees to assist Assignee and/or cooperate in the completion of any documents, filings or notices necessary to be filed with any state or federal governmental agencies to effect the assignment and/or transfer of ownership in the Mark.

This Agreement includes all rights in the nature of trademark, service mark, and trade name rights, as well as the right to sue for past infringement by any third party.

INTERNATIONAL PROTEINS  
CORPORATION

By   
Eric Jackson, President

THE SCOULAR COMPANY

By   
Joan C. Maclin, Vice President

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