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RECORDATION FORM COVER SHEET
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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
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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/KA/TA

Composed of

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- Individual General Partnership Limited Partnership Corporation Association
- Corporation Association
- Other

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.)

Citizenship/State of Incorporation/Organization

09/21/1999 NTHA11 00000237 0053025

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01 FC:461 40.00 OP
02 FC:462 150.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

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Address (line 3)

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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)

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.

Malcolm McCaleb, Jr.
Name of Person Signing

Signature

9/13/99
Date Signed

ASSIGNMENT

WHEREAS, THE UHLMANN COMPANY IP, INC., a Missouri corporation, having its principal offices at 1009 Central, Kansas City, MO 64105 (hereinafter "ASSIGNOR"), is the owner of all right, title and interest in and to the registered trademarks listed in Exhibit 1 attached hereto and incorporated herein by reference.

WHEREAS, INTERNATIONAL HOME FOODS, INC., a Delaware corporation, having its principal offices at 1633 Littleton Rd., Parsippany, New Jersey 07054 (hereinafter "ASSIGNEE") is desirous of acquiring said registered trademarks and the goodwill of the business associated therewith,

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR hereby assigns to ASSIGNEE all of its right, title and interest in and to said trademarks together with the goodwill of the business symbolized by said trademarks and the registrations thereof, as well as the right to sue for past infringement.

ASSIGNOR represents and warrants that it owns the entire right, title and interest in and to the registrations listed on Exhibit 1 attached hereto. ASSIGNOR further represents and warrants that to its knowledge the use of the registered marks in the countries in which the marks are registered is not and has not been the subject of any existing or threatened claims of trademark infringement by any third parties.

ASSIGNOR agrees to execute any further documents that may be needed in the future to record and vest full title in and to the trademarks and the registrations in ASSIGNEE. ASSIGNOR further agrees that for a period of one (1) year following execution of this assignment, ASSIGNOR shall provide ASSIGNEE when requested any further documentation

relating to the registered marks that is available to ASSIGNOR that may be needed to assist ASSIGNEE in maintaining the registrations.

Signed at Kansas City, Missouri, as of the 11th day of December, 1997.

THE UHLMANN COMPANY IP, INC.

By: Paul Uhlmann III
Paul Uhlmann, III, President

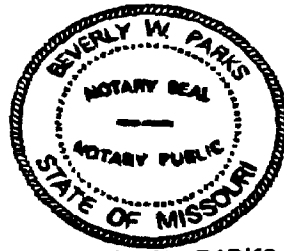
STATE OF MISSOURI)
) SS:
COUNTY OF JACKSON)

On this 11th day of DECEMBER, 1997, personally appeared Paul Uhlmann, III, to me known and known to me to be President of THE UHLMANN COMPANY IP, INC., assignor above named, and acknowledged that he executed the foregoing Assignment on behalf of said assignor and pursuant to authority duly received.

Beverly W. Parks
Notary Public

My Commission Expires:

5/1/99



BEVERLY W. PARKS
NOTARY PUBLIC - STATE OF MISSOURI
JACKSON COUNTY
MY COMMISSION EXPIRES MAY 1, 1999

EXHIBIT 1

MARKS	COUNTRY	REG. NO.	ISSUE DATE	COVERS
WHEATENA (53-3191)	U.S.	53,025	May 22, 1906	Wheat Breakfast Food
WHEATENA Design (53-3192)	U.S.	500,969	July 13, 1948	Wheat Breakfast Food
WHEATENA Design (53-3192.010)	Canada	267/57,338	December 20, 1933	A Cereal Food
WHEATENA Design (53-3192.110)	Canada	368,335	May 4, 1990	Breakfast Cereal
WHEATENA Stylized (53-3193)	U.S.	500,070	April 13, 1948	Wheat Breakfast Food
WHEATENA Stylized (53-3193.010)	Canada	98/23412	March 26, 1918	A Cereal Food
WHEATENA Stylized (53-3193.021)	United Kingdom	241009	October 2, 1901	A Cereal Food
WHEATENA Stylized (53-3193.030)	Italy	461,124	January 17, 1921 Ren. January 17, 1987	Breakfast Food on the Basis of Grain
WHEATENA Stylized (53-3193.050)	Israel	52481	July 7, 1981	Preparations Made From Wheat
WHEATENA Stylized (53-3193.060)	Bermuda	577	June 26, 1925 Ren. April 27, 1967	Cereal Breakfast Foods
MALTEX (53-3194)	U.S.	239,861	March 13, 1928	Cereal Breakfast Foods and Wheat Flour

MARKS	COUNTRY	REG. NO.	ISSUE DATE	COVERS
MALTEX (53-3194.010)	Canada	194/42723	October 28, 1927	Prepared Breakfast Food, Flour for use in Making Bread and Other Food Products
MALTEX GIRL (53-3200)	U.S.	1,067,806	June 14, 1977	Breakfast Cereals
MAYPO (53-3196)	U.S.	383,792	December 24, 1940	Breakfast Cereal
MAYPO (53-3196.010)	Canada	200/50902	June 29, 1954	Breakfast Cereal
MARKY MAYPO (53-3198)	U.S.	866,521	March 11, 1969	Breakfast Cereal

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