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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

08-05-1999

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #26

11-22-1999



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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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
Reel # Frame #
- Corrective Document
Reel # Frame #

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

Execution Date
Month Day Year

Name

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/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership 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.)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

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Mail documents to be recorded with required cover sheet(s) information to:
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TRADEMARK
REEL: 001961 FRAME: 0726

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

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)

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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.

Bridget Griffin Johnson

Name of Person Signing

Bridget Griffin Johnson

Signature

8/15/99

Date Signed

TRADEMARK	REGISTRATION NUMBER	RECORD OWNER
Ultra Dairy	1,943,315	Tuscan Dairy Farms Inc.
Ultra Dairy and Design	1,767,569	Tuscan Dairy Farms Inc.

TRADEMARK APPLICATIONS

TRADEMARK	REG. or A.S.N. NUMBER
Tuscanita	75/025,108

CORRECTED ASSIGNMENT OF TRADEMARK REGISTRATIONS AND APPLICATIONS

WHEREAS, TUSCAN DAIRY FARMS, INC. (TUSCAN), a corporation organized and existing under the laws of the State of New Jersey, and having a place of business at 750 Union Avenue, Union, NJ 07083 is the owner of certain trademarks, Certificates of Registrations therefor and applications for registration thereof in the United States and the goodwill of the business associated with and symbolized by said trademarks, said trademarks, Certificates of Registration and applications for registration being identified in Exhibit A hereunto attached and hereinafter referred to as "said TRADEMARKS";

WHEREAS, TUSCAN/LEHIGH DAIRIES, L.P., a limited liability partnership organized and existing under the laws of the State of Delaware, and having its principal place of business at 750 Union Avenue, Union, NJ 07083, is desirous of acquiring all of the right, title and interest of said TUSCAN in and to said TRADEMARKS and the goodwill of the business associated with and symbolized by said TRADEMARKS;

WHEREAS, on June 9 and 26, 1997, TUSCAN, by separate assignment intended to assign all of its right, title and interest in and to said TRADEMARKS and the goodwill of the business associated with and symbolized by said TRADEMARKS to TUSCAN/LEHIGH DAIRIES, L.P.; however, in said June 9 and 26, 1997 assignments, TUSCAN was incorrectly identified as a corporation of the State of New York rather than the State of New Jersey, where it is properly incorporated;

WHEREAS, TUSCAN now desires to correct the error in the state of incorporation in the prior assignments; and,

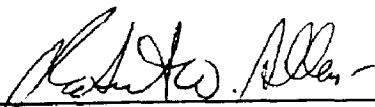
WHEREAS, TUSCAN desires that the correction of the state of incorporation be effective as of the dates of the first assignments.

NOW, THEREFORE, IN CONSIDERATION of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged by TUSCAN, said TUSCAN, as a corporation organized and existing under the laws of the State of New Jersey, does hereby sell, assign and transfer to said TUSCAN/LEHIGH DAIRIES, L.P., said TRADEMARKS and the goodwill of the business associated with and symbolized by said TRADEMARKS, and further does hereby affirm that it was the intention of TUSCAN that said sale, assign and transfer be effective as of the dates of the original assignments, i.e., June 9 and 26, 1997.

Included in this assignment are any and all rights which the said TUSCAN has or may have against persons who have infringed upon any of said TRADEMARKS prior to the date of this assignment and the June 9 and 26, 1997 assignments. These rights include the right to sue and recover for all damages and profits arising out of infringement of said TRADEMARKS, and the registrations and applications therefor, prior to the date of this assignment and the June 9 and 26, 1997 assignments.

IN WITNESS WHEREOF, TUSCAN has caused this corrected assignment to be signed by Robert W. Allen, its President, thereunto duly authorized, this 26 day of MARCH, 1998.

TUSCAN DAIRY FARMS, INC.

By  _____
Robert W. Allen, President

ACKNOWLEDGMENT

STATE OF NEW JERSEY :
 : SS:
COUNTY OF UNION :

On this 26th day of MARCH, 1998 before me personally appeared Robert W. Allen, to me known, who, after being duly sworn, did depose and say that he is the President of Tuscan Dairy Farms, Inc., a New Jersey corporation, the corporation described herein, and which executed the above instrument; that he has been duly authorized by said Tuscan Dairy Farms, Inc. to execute this instrument was the free act and deed of Tuscan Dairy Farms, Inc. and his own free act and deed.

Lisa M. Perez (SEAL)
Notary Public

My commission expires:

LISA M. PEREZ
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires Dec. 9, 2002