

10-01-1999



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9.27.99

RECORDATION FORM COVER
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
 - Merger
 - Change of Name
 - Other
- Effective Date
Month Day Year
 6 22 1998

Conveying Party

- Mark if additional names of conveying parties attached
- Execution Date
Month Day Year
 7 2 1998

Name Pet Specialties, Inc.

Formerly

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

Receiving Party

- Mark if additional names of receiving parties attached

Name Ralston Purina Company

DBA/AKA/TA

Composed of

Address (line 1) Checkerboard Square

Address (line 2)

Address (line 3) St. Louis

City

MO U.S.A.

State/Country

63164

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 Missouri

FOR OFFICE USE ONLY

09/30/1999 DNGUYEN 00000170 180130 1984576
01 FC:481 40.00 CH

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, DC 20231

REEL: 001967 FRAME: 0778

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)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1984576"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

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.

Bonnie S. Sparks
Name of Person Signing


Signature

22 September 1999
Date Signed

ASSIGNMENT OF TRADEMARK

FOR VALUABLE CONSIDERATION in the amount of Twenty-two Thousand Five Hundred Dollars (\$22,500.00), the sufficiency of which is hereby acknowledged, and intending to be legally bound, PET SPECIALTIES, INC., a Delaware corporation having its principal place of business at 900 Market Street, Ste. 200, Wilmington, Delaware 19801, and ANAN ANABTAWI, an Individual, with a residence located at 24040 Camino de Avion, #A304, Dana Point, California 92629 (hereinafter jointly referred to as "ASSIGNORS"), hereby grant, convey, assign, transfer, and set over to RALSTON PURINA COMPANY, a Missouri corporation, having its principal place of business at Checkerboard Square, St. Louis, Missouri 63164, all right, title, and interest in and to the Trademark PEAK including, but not limited to (i) the release of all security interests, including, but not limited to, the security interest recorded in the United States Patent and Trademark Office on June 6, 1997, at Reel/Frame No. 1590/0989, and (ii) all trademark registrations and common law rights, including but not limited to, the United States Trademark Registration registered July 2, 1996, Registration No. 1,984,576, and all Foreign Rights in the Trademark as described in Exhibit A attached hereto, together with the good will of the business symbolized by said Trademark; the same unto RALSTON PURINA COMPANY, its heirs and assigns, forever as fully and entirely as the same would have been held by ASSIGNORS had this release of interests, sale, assignment, and transfer not been made.

From and after the date hereof, upon request of RALSTON PURINA COMPANY, ASSIGNORS shall duly execute, acknowledge, and deliver all such further acts, assignments, transfers, and assurances as may be furnished to ASSIGNORS by RALSTON PURINA COMPANY and as may be reasonably required to convey to and vest in RALSTON PURINA COMPANY and to protect its right, title, and interest in and to, and the enjoyment of, the above-identified Trademark.

RALSTON PURINA COMPANY shall pay to ASSIGNORS, the amount of Twenty-two Thousand Five Hundred Dollars (\$22,500.00) in the form of a company check made out to "PET SPECIALTIES, INC. and ANAN ANABTAWI," as follows: Within fourteen (14) days of receipt of the original executed version of this Agreement by RALSTON PURINA COMPANY, such payment will be forwarded by RALSTON PURINA COMPANY to ASSIGNORS at the following address:

PET SPECIALTIES, INC.
ANAN ANABTAWI
24040 Camino de Avion
#A304
Dana Point, CA 92629

ASSIGNORS hereby covenant that they own the entire undivided right, title and interest in and to the Trademark; that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with this assignment; that each of the ASSIGNORS has the full power and authority to assign the aforesaid trademark on their respective behalves; and that ASSIGNORS have no knowledge of any third party claims relative to the Trademark.

ASSIGNORS further covenant that Century PetCare, Inc., the predecessor in interest to Pet Specialties, Inc., entered into an agreement relating to the Mark, as attached hereto as Exhibit B, and that ASSIGNORS have secured a waiver of trade dress and confidentiality restrictions (as set forth in paragraphs 1.1 and 6.6 of Exhibit B) from Mr. Marvin Reich, doing business as Peak Pet Products, as attached hereto as Exhibit C.

This Agreement may be executed in counterparts.

IN WITNESS WHEREOF, PET SPECIALTIES, INC. has caused this Agreement to be signed by its duly-authorized officer under its corporate seal, and ANAN ANABTAWI has signed this Agreement in his individual and personal capacity, on this 22 day of JUNE, 1998.

By: [Signature]
ANAN ANABTAWI

An individual in his Personal Capacity

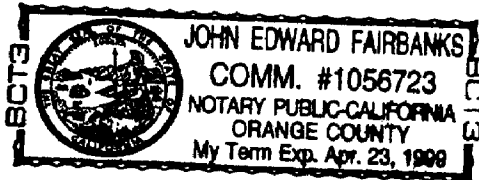
STATE OF CA)
) SS.
)

On this 22 day of JUNE, 1998, before me personally appeared ANAN ANABTAWI, known to me to be the person described in and who executed the foregoing document and acknowledged to me that he/~~she~~ executed the same as his/~~her~~ free act and deed.

In testimony whereof, I set my hand and affixed my official seal in the county and state aforesaid on the day and year above written.

[Signature]
Notary Public

My commission expires: 4/23/99



(Corporate Seal)

PET SPECIALTIES, INC.

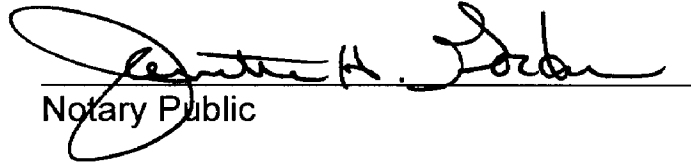
By: [Signature]
Name: Joan L. Dobrzynski
Title: VICE PRESIDENT

STATE OF DELAWARE)
) SS.
)

On this 2ND day of JULY, 1998, before me personally appeared Joan L. Dobrzynski, an authorized Officer of PET SPECIALTIES, INC., known to me to be the person described in and who

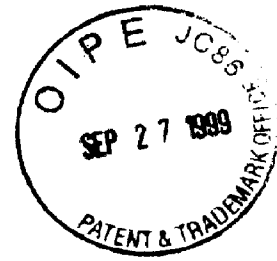
executed the foregoing document and acknowledged to me that he/she executed the same as his/her free act and deed.

In testimony whereof, I set my hand and affixed my official seal in the county and state aforesaid on the day and year above written.


Notary Public

My commission expires: 5/3/2001

EXHIBIT A
FOREIGN RIGHTS



Korea

Registration No. 357936

Reg. Date: February 27, 1997

~~Japan~~

~~Application No. 22867/95 App. Date: March 9, 1995~~

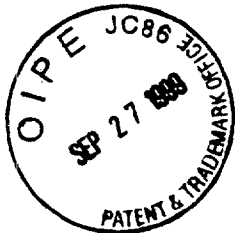
A handwritten signature or scribble in black ink, consisting of several loops and a long horizontal stroke.



Ralston Purina
Company

D.
\$

Pet Products Group



September 22, 1999

Honorable Commissioner
of Patents and Trademarks
Washington, D. C. 20231

Attention: Assignment Division

Dear Sir:

Enclosed is a Recordation Form Cover Sheet for the recordal of an Assignment from Pet Specialties, Inc. to Ralston Purina Company. The original Assignment is also enclosed.

Any fees may be charged to our Deposit Account 18-0130.

Thank you for your attention to this matter.

Respectfully submitted,

Bonnie S. Sparks
Attorney for Correspondent
Ralston Purina Company
Checkerboard Square
St. Louis, MO 63164
phone: 314-982-4081
fax: 314-982-1064

enc.

sar/peaktm.sar

Checkerboard Square
St. Louis, Missouri 63164-0001

RECORDED: 09/27/1999

TRADEMARK

CPA 3625V.95A5

REEL: 001967 FRAME: 0785