



RECORDATION FORM COVER SHEET
TRADEMARKS

0

09-29-1999

U.S. Patent & TMO/TM Mail Rpt Dt. #40

itioner for Trademarks

10-05-1999

IFF

2900 Crystal Drive
Box Assignments
Arlington, VA 22202-3513



101162055

9-29-99

Please record the attached original documents or copies thereof.

Name of conveying party(ies):

American Specialty Distributing, Inc., an Oregon corporation

Name and address of receiving party(ies):

American Specialty Foods, Inc., an Oregon corporation
1301 39th Street North
Fargo, ND 58108

Description of the interest conveyed or the transaction to be recorded and its execution date:

The document previously recorded at Reel/Frame 1045/0302, executed March 15, 1993, contained an error affecting document Registration No. 1,757,043 (Serial No. 74-222,243); the document is rerecorded to correct the error on Reel/Frame 1045/0302. As interlineated herein, the error occurs on both Reel/Frame 1045/0303 and Reel/Frame 1045/0304.

Application or registration numbers of trademarks affected:

A. Trademark
Application No(s).

B. Trademark
Registration No(s).
1,757,043

Name and address of the party to whom correspondence concerning the request to record the document should be mailed:

Daniel A. Blaufus, Esq.
Tonkon Torp LLP
1600 Pioneer Tower
888 SW Fifth Avenue
Portland, OR 97204-2099

40E

Total number of applications/registrations and total fee: 1 trademark - \$40

To the best of my knowledge and belief, the foregoing information is true and correct and the attached copy is a true copy of the original document.

10/04/1999 DNGUYEN 00000228 1757043

01 FC:481

40.00 DP

Daniel A. Blaufus

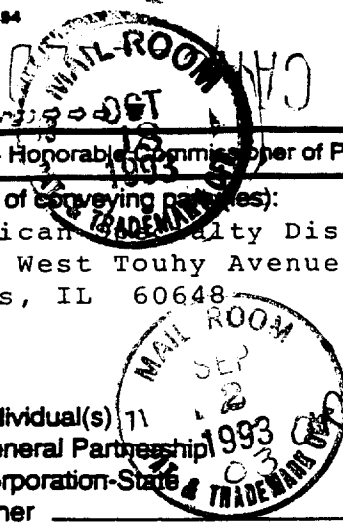
Date: September 29, 1999

Total number of pages including cover sheet, attachments and document: 6.

TRADEMARK ONLY

40-481
50-482

95-62-6



To the Honorable Commissioner of Patents and Trademarks Attached original documents or copy thereof.

1. Name of conveying party(ies):
 American Specialty Distributing, Inc.
 5990 West Touhy Avenue
 Niles, IL 60648

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

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
 American Specialty Foods, Inc.

Name: _____
 Internal Address: _____
 Street Address: 1301 39th Street North
 City: Fargo State: ND ZIP: 58108

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Oregon

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from Assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance: C1

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: _____

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)
 B. Trademark registration No.(s)
 See attached letter

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Lorie Harris Hancock
 Internal Address: Tonkon, Torp, Galen,
 Marmaduke & Booth
 888 S.W. Fifth Ave., Suite 1600
 Portland, OR 97204
 Street Address: _____
 City: _____ State: _____ ZIP: _____

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41):
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

LORIE HARRIS HANCOCK
 Name of Person Signing

Lorie Harris Hancock
 Signature

10/18/93
 Date

89143354
 Total number of pages comprising cover sheet: 10-6

REEL 1045 FRAME 302
TRADEMARK RECEIVED
SEP 15 1993

ASSIGNMENT RECEIVED
OCT 2 1993
BRANCH

ASSIGNMENT OF INTENT TO USE APPLICATION

WHEREAS, American Specialty Distributing, Inc. ("ASDI"), an Oregon corporation, having its principal offices at 5990 West Touhy Avenue, Niles, Illinois 60648 has intended to use the marks APPLE ART, FROM HOMETOWN, U.S.A. and HONEY KISSED in commerce and has filed applications, now assigned Serial No. 268,948, ~~222,242~~ ^{277,593} and 174,302, respectively, indicating that intention, but has not yet filed a statement of use under §1(d) of the Trademark Act, and

9/29/99

WHEREAS, applicant is assigning the mark in the above-identified applications as part of the portion of the business to which the mark pertains as required by 15 U.S.C. §1060;

WHEREAS, American Specialty Foods, Inc. ("ASFI"), an Oregon corporation, having its principal offices at 1301 39th Street North, Fargo, North Dakota 58108, the successor of the portion of the ongoing and existing business of ASDI to which the mark pertains, is desirous of acquiring said trademark and the pending intent-to-use application therefor;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, ASDI hereby assigns to ASFI all right, title and interest in the United States in and to said trademarks together with the goodwill of the business symbolized thereby.

Dated as of the 15th day of March, 1993.

AMERICAN SPECIALTY
DISTRIBUTING, INC.

By Richard L. Bertellotti
Richard L. Bertellotti

TRADEMARK

REEL 045 FRAME 304

STATE OF Oregon)
) ss.
County of Multnomah)

On this 15th day of March, 1993, personally appeared Richard L. Bertellotti, who, being first duly sworn did say that he is the Vice President of American Specialty Distributing, Inc., an Oregon corporation, and that said instrument was signed on behalf of said corporation and acknowledged said instrument to be its voluntary act and deed.

SEP -2 93

RECORDED
PATENT AND TRADEMARK
OFFICE

[Signature]
Notary Public for Oregon
My commission expires 5/21/04

RECORDED: 09/29/1999

TRADEMARK
REEL: 001972 FRAME: 0550