
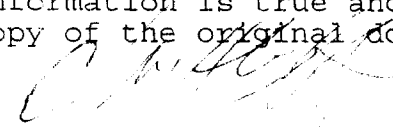


10-27-1999

U.S. Patent & TMO/TM Mail Rpt Dt. #61

MND 10/27/99

Dkt. No. T-5158.1/.2

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| TO: ATTN: Box ASSIGNMENTS/FEE Assistant Commissioner of Trademarks 2900 Crystal Drive Arlington, VA 22202-3513 Please record the attached original docume | | 11-03-1999  101190097 |
| 1. CONVEYING PARTY: VAN DE WALLE FARMS, INC., a Texas Corporation | 2. RECEIVING PARTY: VDW FARMS, LTD. 5310 Old Highway 90 West San Antonio, Texas 78227-2243 | |
| 3. NATURE OF CONVEYANCE: Assignment, executed on <u>10/07/99</u> | | |
| 4. APPLICATION SERIAL NUMBER(S) OR TRADEMARK NUMBER(S): A. Trademark Reg No.: 1,566,229, issued Nov 14, 1989 | | |
| 5. CORRESPONDENCE ADDRESS: Cline H. White, Esq. Jackson Walker, LLP 112 E. Pecan Street, Ste. 2100 San Antonio, Texas 78205 | | |
| 6. TOTAL APPLICATIONS AND REGISTRATIONS INVOLVED: One | | |
| 7. TOTAL FEE (37 CFR 3.41): \$40.00 <input checked="" type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to Charge Account No. 07-2400. | | |
| 8. DEPOSIT ACCT NO. 07-2400. | | |
| 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.  CLINE H. WHITE | | |
| DATE <u>10/27/99</u> | | |

CERTIFICATE OF MAILING

Express Mail Label No. EL40610285145Dated: 10/27/99

I hereby certify that this paper (along with any paper referred to as being attached or enclosed) is being deposited on the date shown below with the United States Postal Service in an envelope addressed to the "Assistant Commissioner of Trademarks, 2900 Crystal Drive, Arlington, Virginia 22202-3513."

11/02/1999 MTHAI1 00000210 1566229

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Elva J. Abundis

M:\WB\VANDEWAL\T5158.1\Assign.Cvr

TRADEMARK
REEL: 001983 FRAME: 0897

ASSIGNMENT NUNC PRO TUNC

WHEREAS, VAN DE WALLE FARMS, INC. ("ASSIGNOR"), a Texas corporation, having its principal offices at 5342 Old Highway 90 West, San Antonio, Texas 78227, had adopted, used, was using, and is the listed owner of the following trade/service mark now registered in the United States Patent and Trademark Office, and in the appropriate foreign trademark office(s) (the "MARK"):

| TRADE/SERVICE MARK | SERIAL NO. REGISTRATION NO. | FILING DATE ISSUE DATE |
|--------------------|-----------------------------------|--|
| VAN DE WALLE FARMS | Ser. 73/787,557 Reg. 1,566,229 | Filed: March 20, 1989 Issued: November 14, 1989 |

WHEREAS, VDW FARMS, LTD. ("ASSIGNEE"), a limited partnership consisting of the general partner VDW GENPAR LTD. and limited partners, having its principal offices at 5310 Old Highway 90 West, San Antonio, Texas 78227-2243, has succeeded to the business, assets and appurtenant goodwill of ASSIGNOR effective August 14, 1997. VDW GENPAR LTD. is a limited partnership consisting of the general partner VDW CORP GENPAR INC., a Texas corporation whose office is at 20014 Park Ranch, San Antonio, Texas 78259, and limited partners.

WHEREAS the parties are desirous of having a document suitable for recording in the United States Patent and Trademark Office, they hereby confirm the transfer of trademark rights as set forth herein from ASSIGNOR to ASSIGNEE.

NOW, THEREFORE, nunc pro tunc, in consideration of the sum of Ten Dollars and 00/100 (\$10.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR hereby sells, assigns, transfers, and sets over unto ASSIGNEE the entire right, title and interest in, to and under the MARK, including without limitation all United States registration(s), application(s) and all trademarks of the United States which may be granted thereon, and all renewals or reissues thereof; and all applications for trademarks which may hereafter be filed for said mark in any country or countries foreign to the United States, together with the right to file such applications and the right to claim for the same the priority rights derived from said United States application under the Trademark Laws of the United States or any international agreement or the domestic laws of the country in which any such application is filed, as may be applicable; together with the goodwill of the business symbolized by the MARK and said applications to register said MARK; and any and all causes of action thereto that may have heretofore accrued in ASSIGNOR's favor.

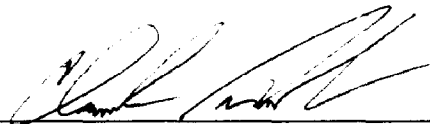
ASSIGNOR HEREBY authorizes and requests the Commissioner of Patents and Trademarks of the United States, and any Official of any country or countries foreign to the United States, whose duty it is to issue trademarks, to issue the same to ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument.

ASSIGNOR HEREBY covenants that ASSIGNOR has the full right to convey the entire interests herein assigned, and that ASSIGNOR has not executed, and will not execute, any agreement in conflict herewith.

ASSIGNOR HEREBY further covenants and agrees that ASSIGNOR will communicate to ASSIGNEE, its successors, legal representatives and assigns, any facts known to ASSIGNOR respecting

the MARK, and testify in any legal proceeding, sign all lawful papers, execute all renewal, division, continuing and reissue applications, make all rightful oaths and generally do everything possible to aid ASSIGNEE, its successors, legal representatives and assigns, to obtain and enforce proper trademark protection for the MARK in all countries.

SIGNED this 7 day of October, 1999.



Name: Chuck Anderson

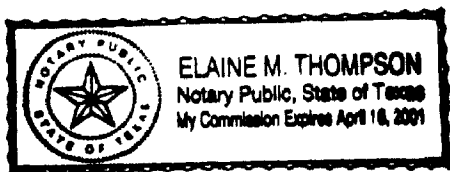
Title: President and Chief Operating Officer

STATE OF TEXAS §
 §
COUNTY OF BEXAR §

BEFORE ME, the undersigned authority, on this day personally appeared CHUCK ANDERSON, in his/her capacity as President and Chief Operating Officer of ASSIGNEE, known to me to be the person of that name, who signed the foregoing instrument, and acknowledged the same to be his free act and deed, and acknowledged that he/she executed the foregoing on behalf of ASSIGNEE and pursuant to authority duly received.

GIVEN under my hand and seal of office this 7th day of OCTOBER, 1999.

(Notary Seal)



Notary Public, State of Texas

ELAINE M. THOMPSON

Printed Name of Notary

Commission Expires 4/16/2001

MAWBNI\VANDEWAL\TS158.1\TM Assignment