

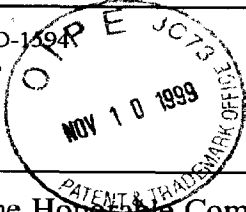
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Attorney's Docket No. 030768-286



11/10/99

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Lykes Bros. Inc.

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

Other: _____

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Merger
- Change of Name

Other: _____

Execution Date: July 2, 1999

2. Name and address of receiving party(ies):

Name: Validity Foodservice, Inc.

Address: 400 N. Tampa Street

Tampa, Florida 33602

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

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

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

A. Trademark Application No.(s)

75/371,117

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Bassam N. Ibrahim

Address: BURNS, DOANE, SWECKER & MATHIS, L.L.P.

P.O. Box 1404

Alexandria, Virginia 22313-1404

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00

Enclosed

Authorized to be charged to deposit account, if necessary

8. Deposit account number:

02-4800

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.

Bassam N. Ibrahim
Name of Person Signing

Signature

November 10, 1999
Date

Total number of pages including cover sheet, attachments, and document: 7

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

11/12/1999 00000367 75371117
FC:481 40.00

TRADEMARK ASSIGNMENT

This Trademark Assignment (the "Assignment"), effective as of July 2, 1999, is between Lykes Bros. Inc., a Florida corporation having an address at 400 N. Tampa Street, Tampa, Florida 33602 ("Assignor"), and Vitality Foodservice, Inc., a Delaware corporation having an address at 400 N. Tampa Street, Tampa, Florida 33602 ("Assignee").

WITNESSETH:

WHEREAS, Assignor is the owner of all right, title and interest in and to the trademarks, service marks and trade names, including any registrations or applications therefor, listed on attached Exhibit A (collectively, the "Trademarks"); and

WHEREAS, Assignee is desirous of acquiring the Trademarks and all other rights owned by Assignor in the Trademarks.

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in the United States and elsewhere in and to the Trademarks, including without limitation all registrations and applications therefor, together with the goodwill of the business symbolized by the Trademarks and the right to sue for and collect damages for past infringements of the Trademarks.

Assignor shall deliver to Assignee all files in its possession or in possession of its agents concerning the Trademarks, including any trademark prosecution, cancellation and enforcement files.

Upon the execution and delivery of this Assignment, Assignor shall cease all use of the Trademarks and shall not use any marks confusingly similar to the Trademarks.

Assignor represents and warrants that it has the full right to convey the entire right, title and interest in and to the Trademarks and the rights herein assigned, and that it has not executed, and will not execute, any agreement in conflict herewith. Assignor covenants that it will sign all lawful papers, make all rightful declarations and/or oaths, and generally do what is necessary to enable Assignee, and its successors, legal representatives and assigns, to record and enforce this Assignment and protect and enforce the Trademarks in all countries.

054220-0002-02205-996VFN03-07H

IN WITNESS OF THIS ASSIGNMENT, an authorized representative of Assignor, Lykes Bros. Inc., has signed below:

Assignor: LYKES BROS. INC.

By: [Signature]
Name: Elizabeth A. Wark
Title: Secy

STATE OF New York
COUNTY OF New York

§
§
§

Before me, a Notary Public, on this day personally appeared Elizabeth Wark known to me to be the person and officer whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of Lykes Bros. Inc., and that s/he has executed the same on behalf of said corporation for the purposes and consideration therein expressed, and in the capacity therein stated.

Given under my hand and seal of office this 2nd day of July, 1999.

[Signature]
Notary Public in and for the State of New York

(PERSONALIZED SEAL)

MONA STYLE
NOTARY PUBLIC, State of New York
No. 24-4711994
Qualified in Kings County
Commission Expires August 31, 2000

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EXHIBIT A

Trademark List

<u>Trademark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>	<u>Serial No.</u>	<u>Filing Date</u>	<u>Country</u>
CALABAY	n/a	n/a	75-371,117	Oct. 10, 1997	U.S.A.
ISLAND PASSION	n/a	n/a	75-467,432	April 17, 1998	U.S.A.
GOLDEN SELECT	n/a	n/a	75-604,019	Dec. 10, 1998	U.S.A.
CALABAY	n/a	n/a	868318	Feb. 4, 1998	Canada

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