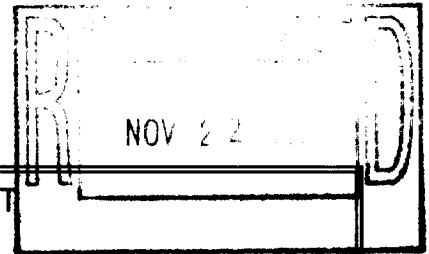


12-06-1999



101215391
TRADEMARK ONLY

SHEET



APPD 11.22.99

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

1. Name of Conveying party(ies):

Wisconsin Cheese, Inc.
1315 N. 15th Avenue
Melrose Park, IL 60160

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

WISCON
777 Bank Lane
Lake Forest, IL 60045

3. Nature of Conveyance

- Assignment Merger
- Security Agmnt Change of Name
- Other _____

Execution Date: 10-15-99

Add'l Names ___ attached not attached

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

Trademark Reg Nos:

1,763,053 for the mark CAPUTO(Stylized)

Trademark Reg. Nos:

2,009,696 for the mark CAPUTO

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

JoAnne M. Denison
Pat. Reg. No. 34,150
Denison & Assocs., PC
875 N. Michigan Ave., Suite 3335
Chicago, IL 60611-1959
1-888-LAWPATS

6. Total number of applications and Trademarks involved:

2

7. Total Fee: \$50.00

Please charge our deposit account.

8. Deposit Account No.:

09-0640

(attach duplicate copy of 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.

Name: JoAnne M. Denison

November 17, 1999

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01 FC:481
02 FC:482

40.00 CH
25.00 CH

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REEL: 001995 FRAME: 0420

ASSIGNMENT

THIS ASSIGNMENT is between Wisconsin Cheese, Inc., a corporation organized and existing under the laws of the State of Illinois, having a place of business at 1931 N. 15th Avenue, Melrose Park, Illinois 60160, (hereinafter sometimes referred to as "Wisconsin Cheese") and WISCON CORPORATION, a corporation organized and existing under the laws of the State of Illinois, having a place of business at 777 Bank Lane, Lake Forest, Illinois 60045 (hereinafter sometimes referred to as "WISCON").

WHEREAS, Wisconsin Cheese is the owner of the entire right, title and interest in and to U.S. Trademark Reg. No. 1,763,053 for the mark CAPUTO (Stylized), and U.S. Trademark Reg. No. 2,009,696 for the mark CAPUTO; and Wisconsin Cheese is desirous of transferring and assigning its entire right, title and interest to the aforesaid trademark registrations together with the goodwill associated therewith to WISCON and WISCON is desirous of acquiring the same;

THEREFORE, in exchange for good and valuable consideration, the receipt of which is hereby acknowledged, the parties agree as follows:

Wisconsin Cheese hereby transfers and assigns to WISCON its entire right, title and interest in and to the mark CAPUTO and its trademark registrations, including the goodwill associated therewith and the right to file suit and recover for any past infringement thereof.

IN WITNESS THEREOF, Wisconsin Cheese has executed this document through its duly authorized officer.

WISCONSIN CHEESE, INC.



Mr. Natale Caputo,
President

Date this 15 day of October, 1999

RECORDED: 11/22/1999

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REEL: 001995 FRAME: 0421