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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

OPR/FINANCE

12-28-99

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
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

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

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country 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

01/11/2000 JSHABAZZ 00000117 75663736

FOR OFFICE USE ONLY

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

TRADEMARK

REEL: 002008 FRAME: 0756

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" value="75/663,736"/>	<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"/>	<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

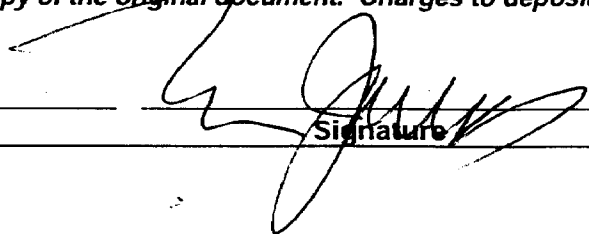
No

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.

• Marvin Jubas

Name of Person Signing



Signature

12/23/99

Date Signed

ASSIGNMENT OF TRADEMARK AND TRADEMARK APPLICATION

1. Creative Latin Foods International, Inc. (hereinafter referred to as "Creative"), a California corporation whose address is 16027 Brookhurst Street, Suite 116G, Fountain Valley, CA 92708, is the owner of the mark LATIN CRAVINGS and has filed a trademark application in the United States Patent and Trademark Office on March 19, 1999, Serial No. 75-663,736.

2. Creative desires to assign, convey and transfer all of its right, title and interest in and to the trademark, LATIN CRAVINGS, to Overhill L.C. Ventures, Inc. (hereinafter referred to as "Overhill"), a Nevada corporation whose address is 5730 Uplander Way, Suite 201, Culver City, California 90230-6617.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Creative hereby assigns, conveys and transfers to Overhill all of its right, title and interest in and to the trademark LATIN CRAVINGS, together with the goodwill of the trademark symbolized by the trademark the above-identified trademark application thereon.

Executed this 20th day of December, 1999.

CREATIVE LATIN FOODS
INTERNATIONAL, INC.

By: 

Walter Serrano
Its: President