

MED
1.6.00

02-10-2000

D



101264827

01-06-2000

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. Patent & TMO/TM Mail Rcpt Dt. #34

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

Execution Date
Month Day Year

Name THE MORNINGSTAR GROUP, INC.

11/3/99

Formerly

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

Receiving Party

Mark if additional names of receiving parties attached

Name MORNINGSTAR SERVICES INC.

DBA/AKA/TA

Composed of

Address (line 1) 300 DELAWARE AVENUE, SUITE 546

Address (line 2)

Address (line 3) WILMINGTON

DELAWARE

19801

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association
- Other

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.)

Citizenship/State of Incorporation/Organization DELAWARE

02/10/2000 TTM11 00000116 501134 1496925

FOR OFFICE USE ONLY

01 FC:481 40.00 CH
02 FC:482 350.00 CH

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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: 002019 FRAME: 0471

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 (214) 303-3411

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.

#

3

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"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

1,496,925	803,489	959,970
880,097	1,205,625	960,521
926,502	2,119,947	1,871,455

Number of Properties

Enter the total number of properties involved.

#

15

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

390.00

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:

#

50-1134

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.

Andrew T. Panaccione

Name of Person Signing

Signature

12/30/99

Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional 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

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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 the Assignment.)

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"/>	<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"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1,275,370"/>	<input type="text" value="830,413"/>	<input type="text" value="767,650"/>
<input type="text" value="1,224,455"/>	<input type="text" value="788,791"/>	<input type="text" value="780,775"/>
<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"/>	<input type="text"/>

EXHIBIT B

ASSIGNMENT OF INTELLECTUAL PROPERTY

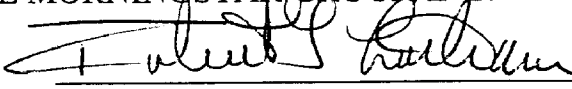
WHEREAS, The Morningstar Group, Inc., a Delaware corporation (hereinafter "Assignor"), is the owner of record of the trademarks and service marks listed on Attachment 1 (hereinafter referred to as the "Intellectual Property");

WHEREAS, Morningstar Services Inc., a Delaware corporation, having its principal place of business at 300 Delaware Avenue, Suite 546, Wilmington, Delaware 19801 (hereinafter "Assignee"), desires to acquire the entire right, title and interest in and to the Intellectual Property and the registrations and/or applications therefor, together with the goodwill of the business connected with the use of and symbolized by said Intellectual Property;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee the entire right, title and interest in and to said Intellectual Property and the registrations and/or applications therefor, together with the goodwill of the business connected with the use of and symbolized by said Intellectual Property.

IN WITNESS WHEREOF, Assignor has executed this Assignment on this 31st day of NOVEMBER, 1999.

THE MORNINGSTAR GROUP, INC.

By: 

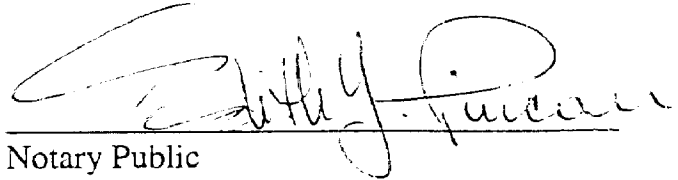
Name: ROBERT G. LATHAM

Title: VICE PRESIDENT

ACKNOWLEDGMENT

THE STATE OF ~~TEXAS~~ Delaware §
COUNTY OF ~~DALLAS~~ New Castle §

On this 31st day of November, 1999, before me personally came Robert G. Latham, to me known, who being by me duly sworn, did depose and say that he/she is Vice President of The Morningstar Group, Inc., the corporation described in and which executed the above Assignment, and that he/she signed his/her name thereto by order of the Board of Directors of such corporation.

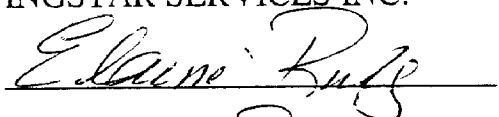

Notary Public

EDITH Y. PUICAN
NOTARY PUBLIC-DELAWARE
My Commission Expires Dec. 27 2000

My Commission Expires:

ACCEPTANCE:

Assignee hereby accepts and receives the entire right, title and interest in and to said Intellectual Property and the registrations and/or applications therefor, together with the goodwill of the business connected with the use of and symbolized by said Intellectual Property.

MORNINGSTAR SERVICES INC.
By: 
Name: Elaine Ruiz
Title: President

ATTACHMENT 1

U.S. TRADEMARKS AND SERVICE MARKS

<u>Mark</u>	<u>Registration /Application No.</u>	<u>Date of Registration/Filing</u>	<u>Class/Goods</u>
BARRICINI	1,496,925	July 19, 1988	30 - Ice cream
CAFÉ BLEND	803,489	February 8, 1966	29 - Vegetable fat emulsion product for use in and on foods
COFFEE COMPANION	959,970	May 29, 1973	29 - Non-dairy creamer
DAIRY FRESH	880,097	November 4, 1969	29 - Sterilized cream for whipping
FARM FIELD	1,205,625	August 17, 1982	30 - Ice cream novelties; 32 - fruit juices and fruit- flavored soft drinks
FF LOGO	960,521	June 5, 1973	29 - Dairy products, namely, half and half, whipping cream, sour cream
HARBISONS	926,502	January 4, 1972	29 - Fresh milk, buttermilk
INTERNATIONAL DELIGHT	2,119,947	December 9, 1997	29 - Non-dairy creamer
INTERNATIONAL DELIGHT (Stylized)	1,871,455	January 3, 1995	29 - Non-dairy creamers
NATURALLY YOURS	1,275,370	April 24, 1984	29 - Flavored yogurt
OLDE CHICAGO	830,413	June 13, 1967	30 - Ice cream
SALAD SUPREME	767,650	March 31, 1964	29 - Creamed cottage cheese
SUNNY DELL	1,224,455	January 18, 1983	32 - Fruit juices and fruit drinks containing water
TRIMLINE (Stylized)	788,791	April 27, 1965	5 - Dietary canned vegetable stew with meat
YONSON'S "TATER- TOPPING"	780,775	November 24, 1964	29 - Sour cream