

04-10-2000

FORM PTO-1594

(Rev. 6-93)

OMB No. 0651-0011 (exp.4/94)

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

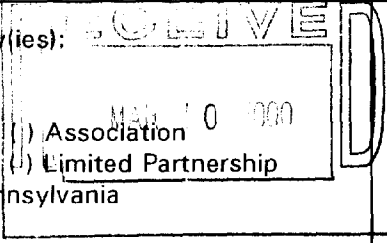
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To The Honorable Commissioner of

Patent and Trademark Office

1. Name of conveying party(ies):
T.J. Pupillo, Inc.

() Individual(s)
 () General Partnership
 (X) Corporation-State: Pennsylvania
 () Other:



2. Name and address of receiving party(ies):
Name: Isabelle's Kitchen, Inc.
Internal Address:

Street Address: 417 Main Street
City: Harleysville
State: Pennsylvania ZIP: 19438

() Individual(s) citizenship:
 () Association:
 () General Partnership:
 () Limited Partnership:
 (X) Corporation-State: Pennsylvania
 () Other:

If assignee is not domiciled in the United States, a domestic representative designation is attached: () YES () NO
(Designation must be a separate document from Assignment)

Additional name(s) & address attached? () YES (X) NO

Additional name(s) of conveying party(ies) attached? () YES (X) NO

3. Nature of Conveyance:
 (X) Assignment () Merger
 () Security Agreement () Change of Name
 () Other:

Execution Date: June 2, 1999

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)

B. Trademark registration No.(s)
1,777,424

Additional numbers attached? () YES (X) NO

5. Name and address of party to whom correspondence concerning documents should be mailed:
Name: Camille M. Miller, Esq.
Internal Address:
WOODCOCK WASHBURN KURTZ MACKIEWICZ & NORRIS LLP
One Liberty Place - 46th Floor

Street Address: 1650 Market Street
City: Philadelphia State: Pennsylvania
ZIP: 19103-7301

6. Total number of applications and registrations involved:
1

7. Total fee (37 CFR 3.41):.....\$40.00
 (X) Enclosed
 (X) Authorized to be charged to deposit account

8. Deposit account number: 23-3050
(Attach duplicate copy of this page if paying by deposit account)

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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.

Camille M. Miller
Name of Person Signing

March 10, 2000
Date

Total number of pages including cover sheet, attachments, and document: 4

Do not detach this portion
 Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project. (0651-0011).

TRADEMARK
REEL: 002045 FRAME: 0849

NUNC PRO TUNC TRADEMARK ASSIGNMENT

WHEREAS, T.J. Pupillo, Inc. ("Assignor"), a Pennsylvania corporation with a principal place of business at 417 Main Street, Harleysville, PA 19438, has the **ISABELLE'S KITCHEN and Design** trademark and U.S. Federal Registration 1,777,424 for the **ISABELLE'S KITCHEN and Design** trademark; and

WHEREAS, Isabelle's Kitchen, Inc. ("Assignee"), a Pennsylvania corporation with a principal place of business at 417 Main Street, Harleysville, PA 19438, is desirous of acquiring said trademark and Registration 1,777,424;

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor assigns, transfers and sets over to Assignee the entire right, title, and interest in and to the **ISABELLE'S KITCHEN and Design** trademark, United States Registration 1,777,424, and the goodwill connected with and appertaining to the **ISABELLE'S KITCHEN and Design** trademark, the same to be held and enjoyed by Assignee, its successors and assigns.

Assignor further assigns to Assignee all rights to sue for and receive all damages accruing from past infringements of the **ISABELLE'S KITCHEN and Design** trademark herein assigned. This Assignment shall be binding upon the parties, their successors and/or assigns and all others acting by, through, with or under their direction, and all those in privity therewith.

This Assignment is effective as of June 15, 1993, regardless of the date signed.

For T.J. Pupillo, Inc.:

6/2/99
Date

Anthony M. Pupillo
Anthony M. Pupillo, President

CITY OF Harleysville SS
COUNTY OF Montgomery

On this 2 day of June, 1999, before me personally came the above named Anthony M. Pupillo to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of that person's own free will for the use and purposes therein set forth.

Jesse D. Hason
Notary Public

Notarial Seal
Jesse D. Hason, Notary Public
Lower Merion Twp., Montgomery County
My Commission Expires April 5, 2001
Member, Pennsylvania Association of Notaries