

04-12-2000

cket No.:

000 (Dads)

D

Tab settings → → → ▼

To the Honorable Commissioner of P

101317953

Record the attached original documents or copy thereof.



1. Name of conveying party(ies):

Gaines Pet Foods Corporation
18 Bay Street, Suite 2500
Toronto, Ontario, Canada M5J 2T7

02-16-2000

U.S. Patent & TMO/TM Mail Rcpt Dt. #10 ne: **Dad's Products Company, Inc.**

Name and address of receiving party(ies):

Internal Address: _____

Street Address: 18746 Mill Street

City: Meadville State: PA ZIP: 16335

- Individual(s)
- General Partnership
- Corporation-State **Providence of Ontario Canada**
- Other

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

Corporation-State **Pennsylvania**

Other _____

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: **November 23, 1999**

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,460,270

1,589,215

Additional numbers attached? Yes No

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

Name: **Wayne L. Lovercheck**

Internal Address: _____

Street Address: **LOVERCHECK AND LOVERCHECK**

931 STATE ST

City: **ERIE** State: **PA** ZIP: **16501**

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41): \$ **65.00**

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

12-2180

FEB 16 2000

04/12/2000 DNGUYEN 00000243 1460270

DO NOT USE THIS SPACE

01 FC:481 40.00 OP
02 FC:482 25.00 OP

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.

Wayne L. Lovercheck

Name of Person Signing

Signature

February 10, 2000

Date

Total number of pages including cover sheet, attachments, and document: 5

TRADEMARK

REEL: 002048 FRAME: 0164

ASSIGNMENT OF U.S. TRADEMARK REGISTRATIONS

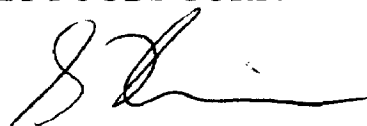
WHEREAS, Gaines Pet Foods Corp. (the "Assignor"), having its registered head office at 181 Bay Street, Suite 2500 Toronto, Ontario, Canada, M5J 2T7, had adopted, used and is using the trademarks (the "Trademarks") registered in the United States Patent Office as set out in Schedule "A" attached hereto;

AND WHEREAS Dad's Products Company, Inc., a corporation created under the laws of Pennsylvania, having its principal office located at 18746 Mill Street, Meadville, Pennsylvania, 16335 is desirous of acquiring the Trademarks including the respective registrations thereto.

NOW THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, receipt of which is hereby acknowledged by the Assignor, the aforesaid, all its right, title and interest in and to the Trademarks together with the goodwill of the business symbolized by said Trademarks and all causes of action, claims and demands or other rights for, or arising from any infringement, including past infringements of said Trademarks and the registrations numbers thereto as set out in Schedule "A".

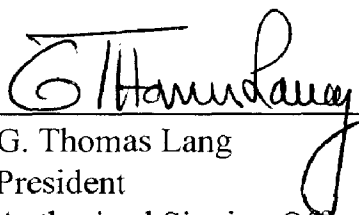
EXECUTED at Toronto, Ontario, Canada, this 23rd day of November, 1999.

GAINES PET FOODS CORP.

By:  _____ c/s
Name: Sultan Thiana
Title: CFO
Authorized Signing Officer

EXECUTED at Toronto, Ontario, Canada, this 23rd day of November, 1999.

DAD'S PRODUCTS COMPANY, INC.

By:  _____ c/s
G. Thomas Lang
President
Authorized Signing Officer

SCHEDULE "A"

Trademark	Registration No.
NIBBLES & NUGGETS	1,460,270
NUGGETS & NIBBLES	1,589,215

PCDOCS\DOCS\778217\2