

04-18-2000



101324657

03-22-2000

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

3-22-00

U.S. Patent & TMO/TM Mail Rpt Dt. #11

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
- 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

FOR OFFICE USE ONLY

04/19/2000 TTDN11 00000076 500785 1943901

01 FC:481 40.00 CH  
02 FC:482 125.00 CH

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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: 002054 FRAME: 0535

**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"/>	<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="1,943,901"/>	<input type="text" value="1,960,005"/>	<input type="text" value="1,369,357"/>
<input type="text" value="1,424,186"/>	<input type="text" value="1,181,355"/>	<input type="text" value="1,960,006"/>
<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.

BRIDGET G. JOHNSON

*Bridget G Johnson*

3/21/00

Name of Person Signing

Signature

Date Signed

ASSIGNMENT OF TRADEMARK

This Assignment of Trademarks is by and between Flav-O-Rich, Inc., a Kentucky corporation having a principal place of business in Louisville, Kentucky ("Flav-O-Rich") and Suiza Fluid Dairy Group, L.P., a Delaware limited partnership having a principal place of business in Dallas, Texas ("Suiza"), as successor-in-interest to Land-O-Sun Dairies, Inc.:

WHEREAS, Flav-O-Rich has certain rights in and to Trademarks as shown on attached Exhibit B and the goodwill appurtenant thereto ("Trademarks");

WHEREAS, Flav-O-Rich has agreed to GRANT, SELL, ASSIGN, TRANSFER and CONVEY to Suiza all right, title and interest in and to the Trademarks; and

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Flav-O-Rich does hereby GRANT, SELL, ASSIGN, TRANSFER and CONVEY to Suiza its right, title and interest in and to the Trademarks.

IN WITNESS HEREOF, Flav-O-Rich has caused this Assignment of Trademark to be duly executed in a manner appropriate thereto, effective as of February 18, 2000.

FLAV-O-RICH, INC.

By: David A. Geisler
Name: DAVID A. GEISLER
Title: VICE PRESIDENT

ACKNOWLEDGMENT

THE STATE OF MISSOURI §
COUNTY OF PLATE §





On this 18th day of February, 2000, before me personally came David A. Geisler to me known, who being by me duly sworn, did depose and say that he/she is Vice President of Flav-O-Rich, 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 signature: Marsha A. Irwin

My Commission Expires:
MARSHA A. IRWIN
NOTARY PUBLIC STATE OF MISSOURI
CLAY COUNTY
MY COMMISSION EXP. OCT. 3, 2002

## EXHIBIT B

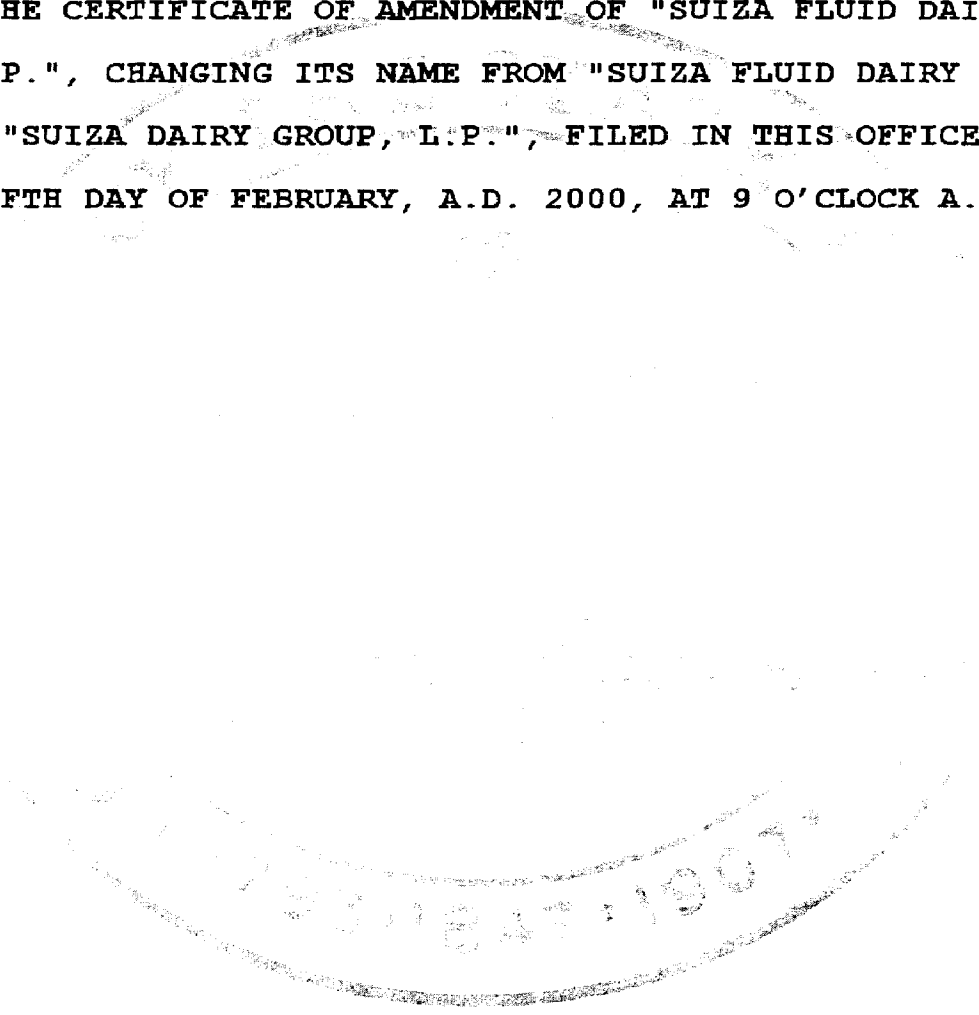
## U.S. TRADEMARK REGISTRATIONS

MARK	REGISTRATION NUMBER	REGISTRATION DATE	CLASS/GOODS
DAIRY CHARM	1,943,901	December 26, 1995	29 - Milk; egg nog; cottage cheese; sour cream 30 - ice cream
FLAV-O-RICH	1,960,005	March 5, 1996	29 - Milk, buttermilk, egg nog, cottage cheese and sour cream 30 - ice cream and ice cream novelties, namely ice cream in the shape of animals, people or things; preparations for making ice cream 32 - fruit juices and fruit flavored drinks
FLAV-O-RICH and Design 	1,369,357	November 5, 1985	30 - ice cream, ice cream novelties and ice cream mix
FLAV-O-RICH and Design 	1,424,186	January 6, 1987	32- orange juice, apple juice and fruit flavored drinks containing water
FLAV-O-RICH and Design 	1,181,355	December 8, 1981	29 - Homogenized vitamin D milk; lowfat milk; skim milk; buttermilk; lowfat chocolate milk; butter; margarine; cream; sour cream, whipping cream; aerosol cream; cottage cheese; half & half; egg nog; coffee creamer, yogurt; and dips of a dairy nature
FLAV-O-RICH and Design 	1,960,006	March 5, 1996	29 - Milk, buttermilk, egg nog, cottage cheese, and sour cream 30 - ice cream and ice cream novelties, namely ice cream in the shape of animals, people or things; preparations for making ice cream 32 - fruit juices and fruit flavored drinks

Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "SUIZA FLUID DAIRY GROUP, L.P.", CHANGING ITS NAME FROM "SUIZA FLUID DAIRY GROUP, L.P." TO "SUIZA DAIRY GROUP, L.P.", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF FEBRUARY, A.D. 2000, AT 9 O'CLOCK A.M.



3098889 8100

001096999

Edward J. Freel, Secretary of State

AUTHENTICATION: 0282756

DATE: 02-28-00

TRADEMARK  
REEL: 002054 FRAME: 0539

**CERTIFICATE OF AMENDMENT  
TO CERTIFICATE OF LIMITED PARTNERSHIP  
OF SUIZA FLUID DAIRY GROUP, L.P.**

The undersigned party hereby duly executes this Certificate of Amendment to the Certificate of Limited Partnership of Suiza Fluid Dairy Group, L.P., pursuant to the provisions of Section 17-202, Title 6, Delaware Code and hereby certifies that:

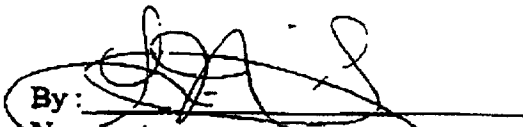
1. The name of the limited partnership (hereinafter called the limited partnership) is Suiza Fluid Dairy Group, L.P.

2. The certificate of formation of the limited partnership is hereby amended by striking out Article One thereof and by substituting in lieu of said Article One the following new Article 1:

1. The name of the limited partnership is Suiza Dairy Group, L.P. (the "Limited Partnership")

Dated as of February 24, 2000.

SUIZA FLUID DAIRY GROUP GP, LLC  
its general partner.

By:   
Name: LISA N. TYSON  
Title: VICE PRESIDENT

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