

05-05-2000

FORM PTO-1594

U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office



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To the Honorable Commissioner of Patents and Trademark

copy thereof.

1. Name of conveying party(ies):

Downey's Honey Butter Company, Inc.

- Individual(s)
- General Partnership
- Xcorporation- Pennsylvania
- Other
- Association
- Limited Partnership

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

2. Name and address of receiving party(ies):

Name: Honey-Butter Products Co., Inc.

Internal Address:

Street Address: 103 Heintzelman Road

City: Manheim State: PA ZIP: 17545

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Xcorporation-State Pennsylvania
- Other

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
- XChange of Name

Execution Date: March 30, 2000
December 17, 1986 (Merger & Change of Name)

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

If this document is being filed together with a new application, the execution date of the application is:

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

696,157

Additional Application/Registration Numbers attached? Yes No

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

Name: Henry H. Skillman

Address: DANN, DORFMAN, HERRELL AND SKILLMAN, P.C.

1601 Market Street, Suite 720, Philadelphia, PA 19103-2307

Telephone: (215) 563-4100 Facsimile: (215) 563-4044

6. Total number of applications and registrations involved:..... 1

7. Total Fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. In the event a fee is required and is not enclosed, or the check enclosed is improper, or the fee calculation is in error, the Commissioner is authorized to charge any underpayment or credit any overpayment to the account of the undersigned attorneys.

Deposit Account Number: 04-1406

DO NOT USE THIS SPACE

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(s).

Henry H. Skillman, Reg. No. 17,352
Name of Attorney Signing

Henry H. Skillman
Signature of Attorney

April 4, 2000
Date

Total number of pages including cover sheet, attachments and document: 7

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ASSIGNMENT

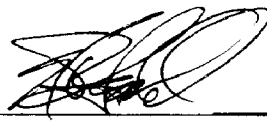
WHEREAS **Downey's Honey Butter Company, Inc.**, a corporation of the Commonwealth of Pennsylvania, doing business at 103 Heintzelman Road, Manheim, Pennsylvania 17545, (hereinafter "Assignor") is the owner of U.S. Trademark **Reg. No. 696,157** registered April 12, 1960.

WHEREAS, **Honey-Butter Products Co., Inc.**, a corporation of the Commonwealth of Pennsylvania, and doing business at 103 Heintzelman Road, Manheim, Pennsylvania 17545, (hereinafter "Assignee"), is desirous of acquiring the said trademark together with the goodwill of the business symbolized by the trademark and the Registration of the trademark "**DOWNEY'S**".

NOW THEREFORE THIS IS TO WITNESS that in consideration of various good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to said trademark together with the goodwill of the business symbolized by the trademark, and the registration for the trademark DOWNEY'S, along with the right to take proceedings to recover damages and claim all other relief in respect to any acts of infringement of said trademarks, whether such acts shall have been committed before or after the date of this assignment.

And for said consideration, it is hereby covenanted and agreed that at the request and expense of Assignee, its successors and assigns, Assignor, its successors and assigns will execute any further papers and do such other acts and things as may be necessary and proper, to vest the full title to the trademark, and the goodwill of the business symbolized by the trademark, and the Registration of the trademark in Assignee, its successors and assigns.

DOWNEY'S HONEY BUTTER COMPANY, INC.



Kevin Sadd

Title: President

3/30/00

Date