

05-08-2000

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



U.S. Department of Commerce
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RECORDATION FORM COVER SHEET
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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 Sunny Baked Foods, L.L.C.

03 24 2000

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other Limited Liability Company
- Citizenship/State of Incorporation/Organization California

Receiving Party

Mark if additional names of receiving parties attached

Name Elfin Equity Company, L.L.C.

DBA/AKA/TA

Composed of

Address (line 1) 677 Larch Avenue

Address (line 2)

Address (line 3) Elmhurst

City

Illinois

State/Country

60126-1581

Zip Code

- Individual General Partnership Limited Partnership 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.)
- Corporation Association
- Other Limited Liability Company

- Citizenship/State of Incorporation/Organization Delaware

05/04/2000 NGUYEN 00000438 75763346

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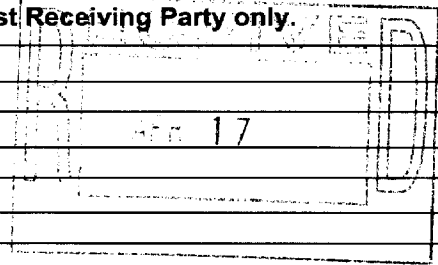
Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent 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:
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TRADEMARK
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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

(630) 782-2236

Name

Jo E. Osborn, Esq.

Address (line 1)

Elfin Equity Company, L.L.C.

Address (line 2)

677 Larch Avenue

Address (line 3)

Elmhurst, Illinois 60126-1581

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

1

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)

75785346

Number of Properties

Enter the total number of properties involved.

#

1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

40.00

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:

#

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.

Jo E. Osborn

Name of Person Signing

Signature

April 6, 2000

Date Signed

ASSIGNMENT

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and sufficiency of which is hereby acknowledged, SUNNY BAKED FOODS, L.L.C., a California limited liability company, as Assignor, hereby assigns to ELFIN EQUITY COMPANY, L.L.C., a Delaware limited liability company, as Assignee and successor to that portion of Assignor's business to which the assigned trademarks pertain, the following:

1. All Assignor's right, title and interest in and to the trademark TICKLES, including United States Trademark Application Serial No. 75/785,346, together with any good will symbolized by said mark; and,
2. All Assignor's right, title and interest in and to the trademark COOKIE PALS, together with any good will symbolized by said mark.

Assignor warrants that it has not heretofore agreed to any restriction upon the use or registration of the aforesaid marks, nor assigned, licensed or otherwise granted any rights in the marks to any other person or entity.

Dated: March 24, 2000

SUNNY BAKED FOODS, L.L.C.

By: _____

Paul Feinsinger, Co-Manager