

IN THE UNITED STATES TRADEMARK OFFICE

ASSIGNMENT

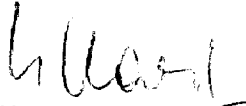

WHEREAS **KRAFT JACOBS SUCHARD SA** (the "Assignor"), the full post office address of whose principal office or place of business is Klausstrasse 4-6, CH - 8008, Zurich, Switzerland, is the owner of the trade-marks listed on the attached Schedule A (the "Trade-marks");

AND WHEREAS **KRAFT CANADA INC.** (the "Assignee"), the full post office address of whose principal office or place of business is 95 Moatfield Drive, Don Mills, Ontario, M3B 3L6, Canada, is desirous of acquiring the whole right, title and interest in and to the Trade-marks, together with the goodwill associated therewith;

NOW THEREFORE, in consideration of the sum of two dollars (\$2.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, the Assignor hereby sells, assigns and transfers unto the Assignee, its successors and assigns, the whole right, title and interest in and to the Trade-marks, together with the goodwill associated therewith.

EXECUTED as of March 31, 2000

**KRAFT JACOBS SUCHARD SA
KRAFT JACOBS SUCHARD AG
KRAFT JACOBS SUCHARD Ltd.**

By:		
Name:	Jean-Pierre Maeder	Constance Debaste
Title:	Director Industrial Property	Manager Industrial Property

SCHEDULE A

Trade-mark

Registration Number

SWISS WATER

2,106,264

SWISS WATER & Design

2,096,482

McCarthy Tétrault TO-MCTET2 #3562849 / v. 1

RECORDED: 04/21/2000

**TRADEMARK
REEL: 002069 FRAME: 0012**