

05-24-2000



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**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

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MAY -2 PM 2:46
S.2.00 PR/FINANCE

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

Merger
Effective Date
Month Day Year

Change of Name

Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
04 14 99

Name **Scardapane Corporation**

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization **New Jersey**

Receiving Party

Mark if additional names of receiving parties attached

Name **Saladworks, Inc.**

DBA/AKA/TA

Composed of

Address (line 1) **1625 Market Street, Suite 215**

Address (line 2)

Address (line 3) **Philadelphia**

City

Pennsylvania

State/Country

19103

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

Citizenship/State of Incorporation/Organization **New Jersey**

05/23/2000 JJALLAN2 00000017 1693647

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 OP
50.00 OP

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 Practices. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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: 002078 FRAME: 0056

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" value="1,693,647"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,772,626"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,847,490"/>	<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.

Michael L. Dever

4/28/00

Name of Person Signing

Signature

Date Signed

CERTIFICATION

I hereby certify that the Trademark Assignment from Scardapane Corporation to Saladworks, Inc. is a true and exact copy of the original Trademark Assignment.

April 28, 2000
Date

Angelina F. Beyerl
Angelina F. Beyerl
Notary Public

Notarial Seal
Angelina F. Beyerl, Notary Public
Pittsburgh, Allegheny County
My Commission Expires Sept. 24, 2000
Member, Pennsylvania Association of Notaries

TRADEMARK ASSIGNMENT

This is a TRADEMARK ASSIGNMENT having an effective date of April 14, 1999, between SCARDAPANE CORPORATION, a New Jersey corporation having a principal place of business at 1625 Market Street, Suite 215, Philadelphia, Pennsylvania 19103 ("Assignor") and SALADWORKS, INC., a New Jersey corporation having a principal place of business at 1625 Market Street, Suite 215, Philadelphia, Pennsylvania 19103 ("Assignee").

WHEREAS, Assignor is the owner of certain registered trademarks including those set forth in attached Schedule A (the "Trademarks");

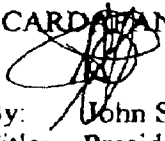
WHEREAS, Assignor has agreed to sell, and Assignee has agreed to purchase said Trademarks, including the goodwill associated therewith;

NOW, THEREFORE, for consideration previously provided and hereby acknowledged, Assignor hereby transfers to Assignee all right, title and interest in and to the Trademarks and the goodwill associated therewith and further including the right to sue for and recover for past damages.

IN WITNESS WHEREOF, Assignor hereby has caused its name to be signed by its duly authorized representative and its corporate seal to be affixed hereto.

ATTEST:

SCARDAPANE CORPORATION

By:  John Scardapane
Title: President

COMMONWEALTH OF PENNSYLVANIA :
: SS:
COUNTY OF PHILADELPHIA :

On this ___ day of April, 1999, before me personally came John Scardapane to me known, who being duly sworn, did depose and say that he is President of Scardapane Corporation and that he executed the above Assignment on behalf of Scardapane Corporation with authority to do so.

Notary Public

[NOTARIAL SEAL]

SCHEDULE A

U.S. Trademark Registrations

<u>TRADEMARK</u>	<u>REGISTRATION NUMBER</u>	<u>REGISTRATION DATE</u>
SALADWORKS	1,693,647	08/21/91
THE ORIGINAL SALAD TOSSERS	1,772,626	05/18/93
TOTALLY PASTA	1,847,490	07/26/94