

RECORDATION FORM COVER SHEET ONLY

06-02-2000



To: 3000 5.8.1
to the Honorable Commissioner

of the attached original documents or copy thereof.

1. Name of conveying party(ies):

101371912

Name and address of receiving party(ies)

Quincy Products, Inc.

05-08-2000

Name: Berkley Square Products Company

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

Internal Address: _____

- Individual(s)
- General Partnership
- Corporation-State Missouri
- Other _____
- Association
- Limited Partnership

Street Address: 2671 Youngstown Rd. S.E.

City: Warren State: OH ZIP: 44484

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

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Ohio
- 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
- Change of Name

Execution Date: 13 December 1999

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,561,244
1,564,869
1,575,315

Additional numbers attached? Yes No

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

Name: Ronald W. Hind

Internal Address: _____

Street Address: 7700 Clayton Road
Suite 103

City: St. Louis State: MO ZIP: 63117

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41).....\$ 90.00

- Enclosed
- Authorized to be charged to deposit account
(for any fee deficiency)

8. Deposit account number:

03-2430

(Attach duplicate copy of this page if paying by deposit account)

06/01/2000 DNGUYEN 00000048 1561244

DO NOT USE THIS SPACE

01 FC:481
02 FC:482
40.00 DP
50.00 DP

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.

Ronald W. Hind (24,643)

Name of Person Signing

Ronald W. Hind

Signature

May 5, 2000

Date

Total number of pages including cover sheet, attachments, and document: 2

ASSIGNMENT

WHEREAS, QUINCY PRODUCTS, INC., a Missouri corporation, of 2046 Belle Avenue, St. Louis, Missouri 63136, has adopted, used and is using the trademarks registered in the United States Patent and Trademark Office, listed below:

T-2234	FRESHWAY	Reg. No. 1,561,244	Dated 10/17/89
T-2091	MARIE'S	Reg. No. 1,564,869	Dated 11/07/89
T-2052	MARIE'S	Reg. No. 1,575,315	Dated 01/02/90

WHEREAS, BERKLEY SQUARE PRODUCTS COMPANY, an Ohio corporation, of 2671 Youngstown Road, S.E., Warren, Ohio 44484 desires to acquire the said marks and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said QUINCY PRODUCTS, INC. does hereby assign unto the said BERKLEY SQUARE PRODUCTS COMPANY, all right, title and interest in and to the said marks, together with the goodwill of the business symbolized thereby, and the above identified registrations thereof,

Executed at St. Louis, Missouri this 13th day of December, 1999.

QUINCY PRODUCTS, INC.

BY: Elsie Marie Grubbs - Pres.
ELSIE MARIE GRUBBS, President

STATE OF MISSOURI)
) ss.
COUNTY OF ST. LOUIS)

On this 13th day of December, 1999, before me, appeared ELSIE MARIE GRUBBS, to me personally known, who by me duly sworn, did say that she is the President of QUINCY PRODUCTS, INC., a Missouri corporation, and that the foregoing instrument was signed and sealed in behalf of said corporation by authority of its board of directors and said ELSIE MARIE GRUBBS acknowledged said instrument to be the free act and deed of said corporation.

<p>MAUREEN E. JANIS-SHEETS My commission expires Notary Public - Notary Seal STATE OF MISSOURI St. Louis County My Commission Expires: Oct. 20, 2000</p>

Maureen E. Janis-Sheets
Notary Public

TRADEMARK
REEL: 002082 FRAME: 0378

RECORDED: 05/08/2000