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U.S. Patent & TMO/TM Mail Rcpt. Dt. #31

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Box Assig.....
Commissioner of Patents and Trademarks
Washington, DC 20231

07-11-2000



101400213

RECORDATION FORM COVER SHEET -- TRADEMARKS

(Form PTO-1594)

Sir:

Please record the attached original documents or copy thereof:

1. The name of the conveying party is Made in Nature Company, Inc., a corporation of the state of California.
2. The name and address of the party receiving the interest is Premier Valley Foods, Inc., 101 Ygnacio Valley Road, Suite 100, Walnut Creek, CA 94596, a corporation of the state of Delaware.
3. The nature of the attached document is Assignment, which was executed on June 2, 2000.
4. In connection with:

A. The trademark/service mark registration number(s):

{	0,155,942	NATURMADE (Stylized)
	0,559,843	NATURMADE (Stylized Curved Form)
	1,779,065	MADE IN NATURE
	1,798,053	MADE IN NATURE CERTIFIED ORGANIC Logo
	2,215,887	MADE IN NATURE CERTIFIED ORGANIC Logo

5. The name and address to whom all correspondence concerning document should be mailed is:

Martin F. Majestic
MAJESTIC, PARSONS, SIEBERT & HSUE P.C.
4 Embarcadero Center, Suite 1100
San Francisco, California 94111-4106
Telephone: (415) 248-5500
Telefacsimile: (415) 362-5418

6. A total of five (5) registrations are involved in this request.

07/10/2000 INHUYEN 00000177 153942

01 FC:481
02 FC:482

40.00 OP
100.00 OP

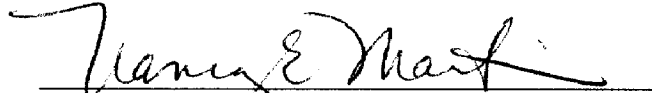
7. The fee of \$140.00 is enclosed to cover the costs of recordal.
8. The Commissioner is hereby authorized to charge any additional fees which may be required, or credit any overpayment, to Deposit Account No. 13-1030.
9. To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Respectfully submitted,

MAJESTIC, PARSONS, SIEBERT & HSUE P.C.

Dated: June 6, 2000.

Atty. Docket: 2807.011XX1


Nancy E. Martin, Esq.

The total number of pages (including cover sheet, attachments, and document) is five (5).

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TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT ("Assignment") is made, nunc pro tunc, as of May 25, 2000, between Made In Nature Company, Inc., a California corporation, having a principal place of business at 1448 Industrial Avenue, Sebastopol, California, 95472 ("Assignor") and Premier Valley Foods, Inc., a Delaware corporation, having a principal place of business at 101 Ygnacio Valley Road, Suite 100, Walnut Creek, California 94596 ("Assignee").

RECITALS

WHEREAS, Assignor has adopted, owns and/or is using the marks identified in Exhibit A to this Agreement in connection with the goods identified in Exhibit A; and

WHEREAS, Assignor owns Federal Trademark Registrations for the marks on the Principal Register of the United States Patent and Trademark Office in connection therewith, as identified in Exhibit A to this Assignment; and

WHEREAS, Assignee desires to acquire the marks and the identified registrations therefore;

NOW THEREFORE for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee, all right, title and interest in and to the marks and the registrations therefor, identified in Exhibit A to this

Assignment, together with the goodwill symbolized by the marks and the registrations therefore,
nunc pro tunc, effective as of May 25, 2000.

Dated as of June 2, 2000

MADE IN NATURE COMPANY, INC.

By:

Name:

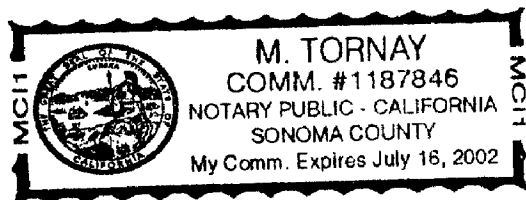
Title:

Gary L. Hess

President/CEO

State of California)
) ss.
County of Sonoma)

Subscribed and sworn to before me this 2nd day of June, 2000.



M. Tornay
Notary Public

EXHIBIT A

MARK	REG. NO.	REG. DATE	GOODS	CLASS
NATURMADE (stylized)	155,942	6/13/22	canned fruits	46
NATURMADE (stylized curved form)	559,843	6/10/52	canned fruits, canned fruit juices, and canned vegetables	46
MADE IN NATURE	1,779,065	6/29/93	frozen and prepared organically grown or wild harvested vegetables	29
			fresh organically grown or wild harvested fruits and vegetables	31
MADE IN NATURE CERTIFIED ORGANIC LOGO	1,798,053	10/12/93	fresh apples and pears	31
MADE IN NATURE CERTIFIED ORGANIC LOGO	2,215,887	1/5/99	dried fruits, namely raisins, applies, figs, prunes, pineapple and dates; processed fruit, namely, applesauce; and fruit gel snacks made of fruit juice and sugar	29
			fresh fruits and fresh vegetables, namely, apples, bananas, beans, cucumbers, eggplants, garlic, grapes, kiwis, limes, melons, onions, oranges, peppers, potatoes, mangos, peas, squash, tomatoes and watermelons	31
			juices, namely, apple, lemon, grapefruit and orange	32

EXHIBIT A
to Trademark Assignment
Made In Nature Company, Inc.
to Premier Valley Foods, Inc.