

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

01-03-2001

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK



101555729

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

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
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

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

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

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

FOR OFFICE USE ONLY

See OK

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:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002169 FRAME: 0177

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Expires 06/30/99
OMB 0651-0027

Page 2

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

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"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="932365"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<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.

Barry Werbin

[Signature]

11-22-00

Name of Person Signing

Signature

Date Signed

12-18-2000

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



U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

101544151

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

9.15.00

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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 CPC International, Inc.

07 17 97

Formerly _____

299766

- Individual General Partnership Limited Partnership Corporation Association
- Other _____

Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name Old London Foods, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 1776 Eastchester Road

Address (line 2) _____

Address (line 3) Bronx

New York

10461

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association
- Other _____

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.)

Citizenship/State of Incorporation/Organization Delaware

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05/26/2000 NTH:11 00000266 299766

01 FC:481
01 FC:482

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TRADEMARK
REEL: 002169 FRAME: 0179

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Expires 05-30-99
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Page 2

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Domestic Representative Name and Address

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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)

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Trademark Application Number(s)

Registration Number(s)

299766 920822 1497300

720082 2024973 1597681

1300833 937699 566424

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

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Barry Werbin

Name of Person Signing



Signature

9/14/00

Date Signed

FORM PTO-1618C
Expires 03/30/99
OMB 2551-0027

RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party Mark if additional names of conveying parties attached

Enter Additional Conveying Party Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party Mark if additional names of receiving parties attached

Enter Additional Receiving Party

Name

DBA/AKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country 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 the Assignment)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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="736133"/>	<input type="text" value="937699"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
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ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT OF TRADEMARKS, dated July 17, 1997 ("Assignment") by CPC INTERNATIONAL, INC., a Delaware corporation with its principal place of business at P.O. Box 8000, 700 Sylvan Avenue, Englewood Cliffs, New Jersey, 07632-9976 ("Assignor") in favor of OLD LONDON FOODS, INC., a Delaware corporation with its principal place of business at 1776 Eastchester Road, Bronx, New York, 10461 ("Assignee").

W I T N E S S E T H

WHEREAS, Assignor has adopted the trademarks and/or servicemarks listed on Attachment 1 hereto, which trademarks are registered or are the subject of pending applications for registration in the United States Patent and Trademark Office (each, a "Trademark" and, collectively, the "Trademarks"); and

WHEREAS, Assignor and Assignee are parties to that certain Asset Purchase Agreement, dated June 4, 1997, as amended by Amendment No. 1 thereto, dated July 17, 1997 (the "Asset Purchase Agreement"), pursuant to which Assignor has agreed to sell to Assignee and Assignee has agreed to purchase from Assignor the Trademarks and Assignor has agreed to assign its interest in the Trademarks to Assignee.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign, transfer, set over, and deliver to Assignee all of the rights, title, and interests of Assignor in and to the Trademarks and the applications and registrations thereof together with (i) the goodwill of the business connected with the use of and symbolized by the Trademarks and (ii) all causes of actions, claims and demands or other rights for, or arising from, any infringement, including past infringements, of the Trademarks, and (iii) all rights corresponding thereto throughout the world.

Assignor further agrees, without further consideration, to cause to be performed such lawful acts and to be executed such further assignments and other lawful documents as Assignee may reasonably request to effectuate fully this Assignment and to permit Assignee to be duly recorded as the registered owner and proprietor of the rights hereby conveyed.

IN WITNESS WHEREOF, the undersigned has caused this Assignment to be executed by the signature of its duly authorized officer as of the date above first written.

ASSIGNOR:

CPC INTERNATIONAL INC.

By: [Signature]
Name: Robert J. Boush
Title: Attorney-in-Fact

Acknowledged and Accepted:

OLD LONDON FOODS, INC.

By: [Signature]
Name: Waiy Thom
Title: Secyary

Attachment One

TRADEMARK	REG. NO.	REG. DATE	NEXT RENEWAL DATE	GOODS
DEVONSHEER	299,766	12/30/73	12/20/2002	Toast
DEVONSHEER	920,822	09/21/71	09/21/2001	Plain melba toast, rye melba toast, whole wheat toast, unsalted plain toast, unsalted wheat toast, plain rounds, melba, sprain rounds, garlic rounds, onion rounds, garlic and cheese croutons, plain unflavored croutons, bread crumbs, flavored bread crumbs
OLD LONDON Logo	523,711	04/11/50	02/11/2000	Cheese flavored snacks or crackers, cheese sandwiches, peanut butter sandwiches, and melba toast
OLD LONDON & Device	720,082	02/15/61	02/15/2001	Ready-to-eat popcorn, melba toast, empty ice cream cones, sandwiches consisting of two baked waffle type waffles separated by a spread of cheese, spread of peanut-butter, pizza flavored filling or salami flavored filling, corn chips, cheese flavored corn snacks and cheese flavored crackers
OLD LONDON & Device	2,024,973	12/14/96	12/14/2006	Bread crumbs
OLD LONDON	1,772,516	05/18/93	05/18/2003	Croutons
JJ FLATS Logo	1,597,681	05/22/90	05/22/2000	Crispy, substantially unleavened bread having variously flavored coatings
FLATS	1,497,300	07/19/88	07/19/2008	Foods, namely, crispy, substantially unleavened bread having variously flavored coatings
TOASTETTES	1,300,833	10/16/74	10/16/2004	Croutons
ROOSTER DEVICE	932,365	04/11/72	04/11/2002	Plain melba toast, rye melba toast, whole wheat toast, unsalted plain toast, unsalted rye toast, unsalted wheat toast, sprain rounds, garlic rounds, onion rounds, garlic and cheese croutons, plain unflavored croutons, bread crumbs, flavored bread crumbs
ROOSTER DEVICE	1,126,014	10/16/79	10/16/99	Garlic crackers, onion crackers, bacon crackers
MELBA ROUNDS	566,424	11/04/52	11/04/2002	Toast

WAFFIES	USA	937,599	07/11/72	07/11/2002	Cheese flavored snack chips
CHEEZE WAFFIES	USA	736,133	02/14/62	02/14/2002	Bitesize cheese sandwiches