

11-09-2000



101511829

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
Effective Date
Month Day Year _____
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
10-11-2000

Name DAILY BREAD CO., INC.

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization NEW HAMPSHIRE

Receiving Party

Mark if additional names of receiving parties attached

Name BRI-AL, L.L.C.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 1300 MOUNT KEMBLE ROAD

Address (line 2) _____

Address (line 3) MORRISTOWN
City

NEW JERSEY
State/Country

07962
Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association

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.)

Other LIMITED LIABILITY COMPANY

Citizenship/State of Incorporation/Organization ILLINOIS

FOR OFFICE USE ONLY

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 (0451-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0451-0027, 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

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" value="75-052,634"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,060,715"/>	<input type="text" value="2,107,779"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,899,089"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,701,989"/>	<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

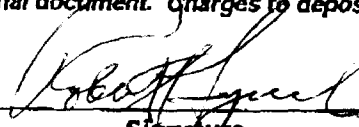
Statement and Signature

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.

Daily Bread Co., Inc.

By: ROBERT S. LYNCH, President

Name of Person Signing



Signature

10/11/00

Date Signed

INTELLECTUAL PROPERTY ASSIGNMENT

THIS INTELLECTUAL PROPERTY ASSIGNMENT is made this 11th day of October, 2000 by Daily Bread Co., Inc., a New Hampshire corporation ("Assignor").

WHEREAS, Assignor has entered into an Asset Purchase Agreement, dated September 29, 2000 (the "Agreement"), with BRI-AL, L.L.C., an Illinois limited liability company ("Assignee"), pursuant to which Assignor has agreed to sell and Assignee has agreed to purchase certain trademarks, United States federal registrations and foreign registrations of Assignor, including the goodwill symbolized by these trademarks, United States federal registrations and foreign registrations (collectively, the "Intellectual Property"); and

WHEREAS, Assignee desires to acquire all of Assignor's right, title and interest in, to and under the Intellectual Property, and the goodwill symbolized and associated with the Intellectual Property.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, assign, transfer and set over to Assignee, its successors and assigns, all of Assignor's right, title and interest in and to the Intellectual Property together with the goodwill associated with said Intellectual Property and all registrations and/or applications thereof (including, without limitation, all proceeds thereof and the rights to sue for past, present and future infringements), the same to be held and enjoyed by Assignee, for its own use and on behalf of its successors and assigns, as fully and entirely as the same would have been held and enjoyed by Assignor, had this sale and assignment not been made.

Assignor hereby requests the Commissioner of Patents and Trademarks and the proper officer in all foreign trademark offices to record Assignee as assignee of the United States trademark registrations and foreign trademark registrations listed on Schedule A for the sole use and enjoyment of Assignee, its successors and assigns.

DAILY BREAD CO., INC.


By: 

Name: Robert S. Lynch

Title: President

STATE OF NEW HAMPSHIRE
COUNTY OF Hillsborough

Before me personally appeared Robert S. Lynch, known to me as the President of Daily Bread Co., Inc., who executed the foregoing Assignment and acknowledged that he executed said Assignment as his free act.



Notary Public/Justice of the Peace

*RICHARD A. SAMUELS, Notary Public
My Commission Expires December 6, 2000*

SCHEDULE A

<u>United States Trademark</u>	<u>Registration Number</u>
Daily Bread Co. (and Design)	2,060,715
Quick and Natural	75-052,634
Quick Bagel	1,899,089
Quick Loaf	1,701,989
Quick Muffin	2,107,779

Common Law Trademark

Harborside Bakery

<u>Canadian Trademark</u>	<u>Registration Number</u>
Quick Loaf	TMA 431,162
Quick Bagel	Application Abandoned