

11-09-2000



101511580

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

MRD 10-25-00

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
- Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

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

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

11/08/2000 MTHAI1 00000374 1859848

01 FC:481 40.00 DP

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

EXPRESS MAIL EL434650479US

TRADEMARK
REEL: 002171 FRAME: 0154

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="1859848"/>	<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.

Donald R. Lorenzen

Donald R. Lorenzen

10/25/00

Name of Person Signing

Signature

Date Signed

EXPRESS MAIL EL434650479US

IN THE CANADIAN TRADE-MARKS OFFICE

ASSIGNMENT

TO: The Registrar of Trade-marks
Assignment and Renewal Section
Place du Portage
Hull (Quebec)
K1A 0C9

For good and valuable consideration, the receipt of which is hereby acknowledged;

The undersigned, Culinar Inc. (hereinafter referred to as "the Assignor"), the full post office address of whose principal office or place of business is 2, Complexe Desjardins, East Tower, Suite 2700, Montreal, Quebec, Canada H5B 1B2, hereby sells, assigns and transfers to Beta Brands Limited (hereinafter referred to as "the Assignee"), the full post office address of whose principal office or place of business is 101 Alexdon Road, North York, Ontario, M3J 2B5, which hereby accepts, all Assignor's rights, title and interest in and to the trade-marks listed in Schedule "A" (the "Trade-marks") in Canada, with the goodwill attached thereto, including the right to secure the registration thereof.

The Assignor and Assignee agree to execute all such documents and do all such acts, as may be necessary to give effect to the assignment of the Trade-marks and the recordal thereof in Canada.

The Assignor further undertakes that any prior use in Canada of the Trade-marks by it or any of its predecessors in title will benefit wholly and exclusively the Assignee.

The Assignee appoints Cassels Brock & Blackwell, whose full post office address is Scotia Plaza, Suite 2100, 40 King St. West, Toronto, Canada M5H 3C2 as the firm to whom any notice in respect of the registrations and/or applications may be sent and upon whom service of any proceedings in respect of the registrations and/or applications may be given or served with the same effect as if they had been given to or served upon it;

In witness whereof, each party has caused this agreement to be duly executed by its authorized representative.

In Toronto, this 23 day of December 1997.

CULINAR INC.

Per:



Gaétan Lussier
President and CEO

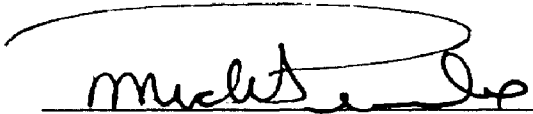
BETA BRANDS LIMITED

Per:



K.C. Cancellara
Secretary

and per:



Michel Proulx
Executive Vice-President and
Chief Operating Officer

and per:

a: item.2

SCHEDULE "A"

TRADE-MARK	FILE NO.	REGISTRATION NO.
ALIENS	506 820	296 753
BEAN AND DESIGN	650 798	405 116
BIG BOY	402 483	225 278
BITELIFE	715 684	418 368
BLÉ DU MOULIN	680 219	411 721
BULLES AU BLÉ	715 362	423 062
B.B. BATS	253 213	118 963
CHAMPAGNE	177 707	UCA 13487
CHEESE BEASTS	809 064	<i>TMA 474,703</i>
CLUB CRACKERS	456 157	259 715
CRACKERBREAD	440 431	253 908
CRACKERBREAD	557 778	349 208
CUBAN LUNCH	505 633	292 183
FESTITOS	785 461	
FRUITI-POPS	476 266	279 551
GOODY BEAN AND DESIGN	650 764	402 1849
GOODY BEAN AND DESIGN	650 799	410 263
GOODY BEAN AND DESIGN	650 797	411 007
GOODY BEAN AND DESIGN	506 844	292 909
GOODY BEAN AND DESIGN	650 796	405 115
HANDY CANDY	538 583	314 238

HONEYMOON	433 305	243 294
JELLY JOLTS	781 627	461 744
JUMPERS	811 556	<i>TMA 474, 701</i>
LES SÛRS VOLTÉS	781 626	461 743
LICORICE SOFTIES/ DOUCEURS DE RÉGLISSE	541 224	315 817
LUNE DE MIEL	433 306	243 295
McCORMICKS AND DESIGN	395 680	221 475
McCORMICKS	647 685	383 947
McCORMICKS AND DESIGN	395 680	221 475
McCORMICKS AND OVAL DESIGN	550 748	328 665
McCORMICKS MINIS AND DESIGN	788 899	469 589
MÉGA BÊTES	811 555	
MÉLANGE PICNIC MIX	458 451	274 478
MILLWHEAT	680 215	410 688
MINIMINTS	333 699	177 277
MONSTER'S TREATS/ DÉLICIES DU MONSTRE	504 995	295 654
MOVERS	809 155	
NO CANDY, NO MONEY	708 123	422 298
PATACRAQUE	755 233	443 724
PEANUT COLADA	486 890	279 570
PEERLESS	624 937	367 748
POURQUOI PAYER PLUS?	779 761	463 227
ROB ROY	176 678	UCA 14809
RSVP	577 145	352 723

SNAP LUNCH	505 669	354 113
SNOWBIRDS	390 253	225 834
SOME OF EACH	359 479	195 610
SOUVENIR	177 704	NS 53 14153
SWEET MEMORIES	181 083	UCA 16924
SWIRLS	473 733	284 948
THE COUNT'S FAVORITE/ LES ...	504 993	295 652
TIAMO	790 951	463 486
TORTILLATAS	785 414	
TRIANGLES	732 562	432 508
WHEAT BUBBLES	713 925	418 357
WHEAT-ON	629 162	402 921
WHEAT-ON	612 035	403 418
WHY PAY MORE?	779 762	466 171
WITCH'S CAULDRON/ LE CHAUDRON DE LA SORCIÈRE	504 991	293 561