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

12-08-2000

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



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RECORDATION FORM COVER SHEET

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Resubmission (Non-Recordation) Document ID #		Security Agreement Nunc Pro Tunc Assignment Effective Date				
Correction of PTO Error		Merger Month Day Year				
Reel # Frame #		Change of Name				
Corrective Document						
Reel # Frame #	<u>L_L</u> .	Other				
Conveying Party	Mark if	f additional names of conveying parties attached Execution Date Month Day Year				
Name Swiss Dairy Corporation		11/13/00				
Formerly						
Individual General Partnership	Limite	ed Partnership X Corporation Association				
Other						
Citizenship/State of Incorporation/Organiza	tion [Delaware				
Receiving Party	Mark i	if additional names of receiving parties attached				
Name Suiza Dairy Group, L.P.						
DBA/AKA/TA						
Composed of Suiza Dairy Group Holdings,	lnc.,	Suiza Dairy Group GP, LLC and Dairy Farmers				
Address (line 1) 2515 McKinney Avenue		of America, lnc.				
Address (line 2) Suite 1200						
Address (line 3) Dallas		Texas 75201				
City	_	State/Country Zip Code				
Individual General Partnership	Limit	assignment and the receiving party is				
Corporation Association		not domiciled in the United States, an appointment of a domestic				
1 Other		representative should be attached. (Designation must be a separate document from Assignment.)				
Citizenship/State of Incorporation/Organiza	tion	Delaware				
707/2006 174A) 000003.8 5034/4 1969448 FOR	OFFICE	E USE ONLY				
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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

REEL: 002191 FRAME: 0900

FORM PTO- Expires 06/30/99 OMB 0651-0027	1618B	Page	2	U.S. Department of Commerce Patent and Trademark Office TRADEMARK
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Name				
Address (line 1)				
Address (line 2)				
Address (line 3)				
Address (line 4)				
Correspond	lent Name and Address Area	Code and	Telephone Number (214) 303-	3411
Name	Bridget Griffin Johnsol			
Address (line 1)	Suiza Foods Corporation			
Address (line 2)	2515 McKinney Avenue			
Address (line 3)	Suite 1200			
Address (line 4)	Dallas, Texas 75201			
Pages	Enter the total number of pages of including any attachments.	of the atta	ched conveyance document	# 2
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Fee Amoun	- Enter the total hum	 -	stad (27.05D 2.44).	
Method of Deposit A	f Payment: Enclosed ccount ayment by deposit account or if additional f Deposit	De ees can be c Account N	eposit Account X charged to the account.)	
Statement a	nd Signature		165	
To th attac	e best of my knowledge and belief, th hed copy is a true copy of the onginal ated herein.	e foregoing document	g information is true and correct at t. Charges to deposit account are	nd any authorized, as
Bridget G.	Johnson [7]	1,4 1	ignature II	13 CC Date Signed

TRADEMARK REEL: 002191 FRAME: 0901

EXHIBIT A

U.S. TRADEMARK APPLICATIONS

MARK	SERIAL NUMBER	FILING DATE	CLASSES/GOODS AND SERVICES
THE DIFFERENCE IS CLEAR	75-694,483	April 29, 1999	(29) Milk, buttermilk, whipping cream, yogurt, cottage cheese, sour cream, half and half, butter, and egg nog (30) ice cream (32) orange juice, fruit drinks, fruit juices and bottled drinking water (35) distributorships featuring dairy products, ice cream, non-dairy desserts, fruit juices, fruit drinks and bottled drinking water

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TRADEMARK REEL: 002191 FRAME: 0902

ASSIGNMENT OF TRADEMARKS

This Assignment of Trademarks is by and between Swiss Dairy Corporation, a Delaware corporation, having a principal place of business in Riverside, California ("Assignor") and Suiza Dairy Group, L.P., a Delaware limited partnership having a principal place of business in Dallas, Texas ("Assignee");

WHEREAS, Assignor has certain rights in and to Trademarks as shown on attached Exhibit A and the goodwill appurtenant thereto ("Trademarks");

WHEREAS, Assignor has agreed to GRANT, SELL, ASSIGN, TRANSFER and CONVEY to Assignee all right, title and interest in and to the Trademarks; and

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby GRANT, SELL, ASSIGN, TRANSFER and CONVEY to Assignee its right, title and interest in and to the Trademarks.

IN WITNESS HEREOF, Assignor has caused this Assignment of Trademarks to be duly executed in a manner appropriate thereto.

SWISS DAIRY CORPORATION

By: Multipariletry
Name: Michelle P. Goolsby

Title: Vice President and Secretary

ACKNOWLEDGMENT

THE STATE OF TEXAS

COUNTY OF DALLAS

On this 3^{th} day of $\sqrt{c_{VLL}}$ for, 2000, before me personally came Michelle P. Goolsby, to me known, who being by me duly sworn, did depose and say that she is Vice President and Secretary of Swiss Dairy Corporation, the corporation described in and which executed the above Assignment, and that she signed her name thereto by order of the Board of Directors of said corporation.

Notary Public

My Commission Expires: 12 - (2-3/12)

RECORDED: 11/14/2000

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