

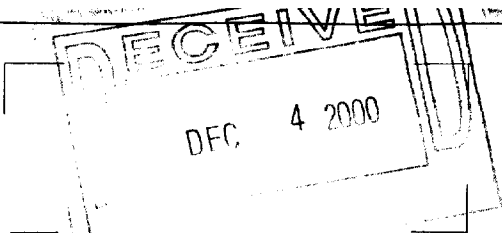
12-22-2000



101560176

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

12-4-00



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

Name D'Artagnan, Inc. Execution Date
Month Day Year
07 26 2000

Formerly _____

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

Receiving Party

Mark if additional names of receiving parties attached

Name D'Artagnan Trademarks, LLC

DBA/AKA/TA _____

Composed of _____

Address (line 1) 280 Wilson Avenue

Address (line 2) _____

Address (line 3) Newark New Jersey 07105
City State/Country Zip Code

- Individual General Partnership Limited Partnership Corporation Association
- Other Limited Liability Company
- Citizenship/State of Incorporation/Organization New Jersey

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.)

FOR OFFICE USE ONLY

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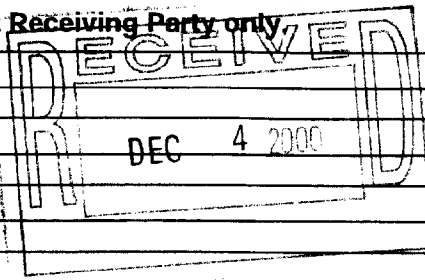
01 FC:481 40.00 OP
02 FC:482 225.00 OP

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

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="75700018"/>	<input type="text" value="75695465"/>	<input type="text"/>
<input type="text" value="78001330"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="78001333"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="2106319"/>	<input type="text" value="2291063"/>	<input type="text"/>
<input type="text" value="2060738"/>	<input type="text" value="2292470"/>	<input type="text"/>
<input type="text" value="2316850"/>	<input type="text" value="2204511"/>	<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.

L. Donald Prutzman

12/1/00

Name of Person Signing

Signature

Date Signed

D'ARTAGNAN, INC.

Written Consent in Lieu of
Meeting of the Board of Directors

The undersigned, being all of the directors of D'Artagnan, Inc., a New Jersey corporation (the "Corporation"), hereby consent, pursuant to Section 14A:6-7.1(5) of the Business Corporation Act of the State of New Jersey, to the adoption of the following resolutions taking or authorizing the actions specified therein:

Assignment of Trademarks.

WHEREAS, George Faison and Ariane Daguin are the founders of and are and have been the equal and only shareholders of the Corporation; and

WHEREAS, under their ownership and operation, the Corporation has successfully engaged in the business of producing, manufacturing, distributing and selling fine food products, including, but not limited to, foie gras, fresh and frozen game, meat and vegetable pates, mushrooms, sausages, and prepared foods and entrees, and

WHEREAS, the Corporation has sold said products and other products and services under, *inter alia*, the trademarks and service marks "D'ARTAGNAN" and "D'ARTAGNAN," plus a certain design or logotype as well as certain other marks as specified on Exhibit A attached hereto (the "Marks"), the Marks have come to indicate to purchasers that the Corporation's products originate from the Corporation, and goodwill has become associated therewith; and

WHEREAS, Faison and Daguin perceive opportunities to exploit the Marks with respect to goods and services other than those heretofore produced, manufactured, distributed or sold by the Corporation, and/or in geographic areas other than those heretofore served by the Corporation, and desire to pursue such opportunities independently of the Corporation, and

WHEREAS, the Corporation does not desire to pursue such opportunities, and has

consented to Faison's and Daguin's pursuit of such opportunities, but does desire to continue to use the Marks with respect to certain goods and services; and

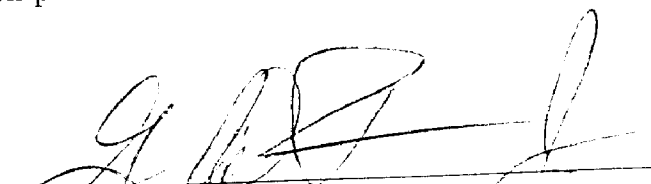
WHEREAS, Faison and Daguin have requested that the Corporation assign the Marks and the goodwill associated therewith to D'Artagnan Trademarks, LLC, a New Jersey limited liability company formed by them and owned by them equally, and have agreed, upon such assignment, to grant to the Corporation an exclusive, perpetual royalty-free license to use the Marks with respect to the goods and services for which the Corporation desires to use the Marks; and

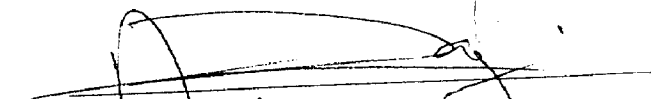
WHEREAS, by letter of May 5, 2000 from Carl A. Monaco, Senior Vice President, Hudson United Bank (the "Bank") has waived any liens or security interests in the Marks and any covenants or terms of any agreements between the Corporation and the Bank, or documents executed by the Corporation, that prevent or restrict the transfer of the Marks to D'Artagnan Trademarks, LLC; it is, therefore,

RESOLVED that the Corporation assign the Marks to D'Artagnan Trademarks, LLC and receive from D'Artagnan Trademarks, LLC an exclusive, perpetual royalty-free license to use the Marks with respect to the goods and services for which the Corporation desires to use the Marks; and it is further

RESOLVED that the President or Vice President of the Corporation is authorized to execute a Trademark Assignment in the form annexed hereto as Exhibit A, or such other form as may be necessary or appropriate to accomplish the contemplated transfer of the Marks.

Dated: July 25, 2000


George W. Faison, Jr.


Ariane Daguin

ACKNOWLEDGMENTS

New Jersey
STATE OF ~~NEW YORK~~)
Essex) ss.:
COUNTY OF ~~NEW YORK~~)

On this 26 day of July 2000, before me personally came George Faison, to me known, and known to me to be the individual described in, and who executed, the foregoing agreement, and acknowledged that he executed the same.

Notary Public

THERESA A. REGO
Notary Public of New Jersey
My commission expires
September 1, 2004

Theresa A. Rego

New Jersey
STATE OF ~~NEW YORK~~)
Essex) ss.:
COUNTY OF ~~NEW YORK~~)

On this 26 day of July 2000, before me personally came Ariane Daguin, to me known, and known to me to be the individual described in, and who executed, the foregoing agreement, and acknowledged that she executed the same.

Notary Public

THERESA A. REGO
Notary Public of New Jersey
My commission expires
September 1, 2004

Theresa A. Rego

New Jersey
STATE OF ~~NEW YORK~~)
Essex) ss.:
COUNTY OF ~~NEW YORK~~)

On this 26 day of July 2000, before me personally came George Faison, to me known, who, being by me duly sworn did depose and say that he resides at _____, that he is President of D'Artagnan, Inc., the corporation described in, and which executed, the foregoing agreement, and that he affixed his name thereto by order of the Board of Directors of said corporation.

Notary Public

THERESA A. REGO
Notary Public of New Jersey
My commission expires
September 1, 2004

Theresa A. Rego

TRADEMARK ASSIGNMENT

KNOW ALL MEN BY THESE PRESENTS, that for good and valuable consideration, the receipt and sufficiency whereof is hereby acknowledged, D'Artagnan, Inc., a New Jersey corporation having its principal place of business at 280 Wilson Avenue, Newark, New Jersey 07105 ("Assignor") hereby assigns and transfers to D'Artagnan Trademarks, LLC, a New Jersey limited liability company ("Assignee"), all of Assignor's right, title and interest in and to the trademarks and/or service marks "D'ARTAGNAN" and "D'ARTAGNAN" plus any design or logotype, as well as certain other marks specified below, that currently exists or may be secured now or in the future under the laws now or hereafter in force and effect in the United States or in any country or jurisdiction in the world, together with the goodwill of the business symbolized by such trademarks and/or service marks. This assignment includes, but is not limited to, the following registrations and applications for registration:

<u>Mark</u>	<u>Serial No.</u>	<u>Registration No.</u>	<u>International Class</u>	<u>Jurisdiction</u>
D'ARTAGNAN	75/041276	2,106,319	29	U.S.
D'ARTAGNAN and Design	75/041728	2,060,738	29	U.S.
D'ARTAGNAN	75/700014	2,316,850	33	U.S.
D'ARTAGNAN and Design	75/700018		33	U.S.
D'ARTAGNAN	75/695465		33	U.S.
D'ARTAGNAN	78/001330		42	U.S.
D'ARTAGNAN and Design	78/001333		42	U.S.
D'ARTAGNAN	1001243			Canada
D'ARTAGNAN and Design	1001244			Canada
D'ARTAGNAN and Design	1522010		29	European Community
THE DUCK STOPS HERE	75/525524	2,291,063	29	U.S.
THE DUCK STOPS HERE and Design	75/525523	2,292,470	29	U.S.
THE FOIE GRAS SHOW	75/685326		42	U.S.
LAFAYETTE	75/282336	2,204,511	29	U.S.

July, 2000. IN WITNESS WHEREOF, Assignor has executed this assignment this 26 day of

D'ARTAGNAN, INC.

By: George Faison
George Faison, President

ACKNOWLEDGMENT

STATE OF NEW JERSEY)
COUNTY OF Essex) ss.:

On this 26 day of July 2000, before me personally came George Faison, to me known, who, being by me duly sworn did depose and say that he resides at _____, that he is President of D'Artagnan, Inc., the corporation described in, and which executed, the foregoing agreement, and that he affixed his name thereto by order of the Board of Directors of said corporation.

Theresa A. Rego
Notary Public

THERESA A. REGO
Notary Public of New Jersey
My commission expires
september 1, 2004