

05-15-2001



To the Honorable Commissioner of Patents and Trade

101687754

1 documents or copy thereof.

1. Name of conveying party(ies):

Star-Kist Foods, Inc.
d/b/a Heinz Pet Products

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: February 28, 2001

2. Name and address of receiving party(ies)

Name: ProMark International, Inc.

Internal Address: 877 W. Main Street

Street Address: Suite 604

City: Boise State: ID ZIP: 83707

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Idaho
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See Schedule A

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Dean A. Bierkan, Esq.

Internal Address: H. J. Heinz Company

Street Address: 1062 Progress Street

City: Pittsburgh State: PA ZIP: 15212

6. Total number of applications and registrations involved: 32

7. Total fee (37 CFR 3.41).....\$ 815.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

08-1631

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

Dean A. Bierkan
Name of Person Signing

Signature

03/21/2001

Date

6

Total number of pages including cover sheet, attachments, and document:

STAR-KIST FOODS, INC. - HPP
STAR-KIST FOODS, INC. - SPECIALTY - HPP

SCHEDULE A

Trademark Report by Mark
 Country: US
 Status: ACTIVE

Printed: 02/28/2001 Page 1

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
CAN-O							
UNITED STATES	9100015	11/07/1977	147,437	09/05/1978	1,101,666	REGISTERED	31
31 - Pet foods.							
CYCLE							
UNITED STATES	T01510US0	05/28/1970	72/361,119	04/13/1971	911,290	REGISTERED	46
46 - Dog food.							
DOG FACE WITH TOP HAT DESIGN							
UNITED STATES	9100019	02/12/1971	72/383,740	05/16/1972	934,050	REGISTERED	46
46 - Pet food.							
DOG IN STATUETTE DESIGN							
UNITED STATES	T01515US0	08/01/1980	272,570	05/25/1982	1,196,508	REGISTERED	42
42 - Promoting the interests of dog breeders, handlers, veterinarians, and writers through the presentation of annual awards.							
EAR RESISTABLES							
UNITED STATES	T02814US0	12/02/1996	75/206,593	10/21/1997	2,107,379	REGISTERED	31
31 - Pet food snacks.							
GAINES & RUNNING DOG IN DESIGN							
UNITED STATES	T01525US0	04/08/1959	71,109	10/27/1959	687,329	REGISTERED	46
46 - Dog food.							
GAINES (STYLIZED)							
UNITED STATES	T01519US0	06/10/1950	71/598,907	07/31/1951	546,067	REGISTERED	46
46 - Dog food.							
GAINES PRIME							
UNITED STATES	T01528US0	03/01/1957	25,338	07/25/1961	718,996	REGISTERED	46
46 - Dog food having as ingredients thereof meat by-products, soybean and other grains or vegetables, bone, vitamins and minerals.							
GAINES-BURGERS							
UNITED STATES	T01522US0	10/19/1961	130,281	06/12/1962	732,817	REGISTERED	46
46 - Dog food.							
GAINES-PATTIES							
UNITED STATES	T01526US0	01/25/1965	72/210,555	11/08/1966	818,354	REGISTERED	46
46 - Cat food.							
GAINES-WICHES							
UNITED STATES	T01530US0	12/23/1981	343,047	05/24/1983	1,239,668	REGISTERED	31
31 - Dog food.							
GRAVY TRAIN							
UNITED STATES	T01531US0	03/05/1989	68,990	04/05/1960	695,774	REGISTERED	46
46 - Dog food.							

TRADEMARK
REEL: 002250 FRAME: 0556

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
JERKY TREATS CHICKEN GRILLERS							
UNITED STATES	9400007	01/24/1994	74/485,076	08/20/1996	1,995,891	REGISTERED	31
31 - Pet food.							
MARVEL (STYLIZED)							
UNITED STATES	9100026	09/27/1940	436,440	03/11/1941	385,616	REGISTERED	46
46 - Canned dog food.							
NUTRITION...FOR THE LIFE OF YOUR DOG							
UNITED STATES	T01534US0	07/16/1979	189,660	10/16/1979	1,126,121	REGISTERED	31
31 - Dog food.							
PETUNA (STYLIZED)							
UNITED STATES	9100029	12/12/1955	71/699,792	01/22/1957	640,441	REGISTERED	46
46 - Dog and cat pet food.							
PUPPIZZA (STYLIZED)							
UNITED STATES	9500177	12/18/1987	701,750	10/04/1988	1,507,431	REGISTERED	31
31 - Dog food snacks.							
RALLY							
UNITED STATES	T01537US0	03/05/1959	68,989	07/26/1960	701,932	REGISTERED	46
46 - Dog food.							
ROSCO (STYLIZED)							
UNITED STATES	9100034	06/10/1938	407,331	10/25/1938	361,644	REGISTERED	46
46 - Canned dog food.							
SELECT BALANCE							
UNITED STATES	9300278	09/20/1993	74/437,561	11/07/1995	1,933,779	REGISTERED	31
31 - Pet food.							
SELECT CARE							
UNITED STATES	9400198	06/21/1994	74/540,733	08/06/1996	1,991,783	REGISTERED	31
31 - Pet food in Class 31.							
SKIPPY (STYLIZED)							
UNITED STATES	9100037	07/18/1949	71/582,136	04/17/1951	541,067	REGISTERED	46
46 - Dog and cat food.							
SKIPPY PREMIUM							
UNITED STATES	9100040	06/17/1986	73/604,829	01/27/1987	1,426,759	REGISTERED	31
31 - Pet food.							
THE CANNED DOG FOOD WITHOUT THE CAN							
UNITED STATES	T01538US0	05/29/1969	289,749	08/26/1969	875,845	REGISTERED	46
46 - Dog food.							
VET'S CHOICE							
UNITED STATES	9300286	08/30/1993	74/429,797	05/14/1996	1,973,935	REGISTERED	31
31 - Pet food; namely, dog and cat food in Class 31.							

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
VETS'							
UNITED STATES	9100043	10/04/1967	72/281,816	06/30/1970	893,811	REGISTERED	46
46 - Pet food - namely, dog and cat food.							
WESTERN GRILLE							
UNITED STATES	T01541US0	06/25/1968	301,339	04/01/1969	867,650	REGISTERED	46
46 - Dog food.							
END OF REPORT					TOTAL ITEMS SELECTED = 27		

VET'S CHOICE - SPECIALTY - HPP

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COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
DEVELOPMENT FORMULA							
UNITED STATES	T02841US0	03/16/1995	74/647,401	07/16/1996	1,986,802	REGISTERED	31
31 - Animal foodstuffs and pet food.							
HIFACTOR FORMULA							
UNITED STATES	T02842US0	04/19/1996	75/091,078	04/21/1998	2,152,913	REGISTERED	31
31 - Animal foodstuffs and pet food.							
MODIFIED FORMULA							
UNITED STATES	T02844US0	03/14/1995	74/647,400	12/09/1997	2,118,683	REGISTERED	31
31 - Animal foodstuffs and pet food.							
NEUTRAL FORMULA							
UNITED STATES	T02845US0	03/16/1995	74/647,399	07/16/1996	1,986,801	REGISTERED	31
31 - Animal foodstuffs and pet food.							
SENSITIVE FORMULA							
UNITED STATES	T02846US0	03/16/1995	74/647,393	07/16/1996	1,986,800	REGISTERED	31
31 - Animal foodstuffs and pet food.							

END OF REPORT

TOTAL ITEMS SELECTED = 5

ASSIGNMENT

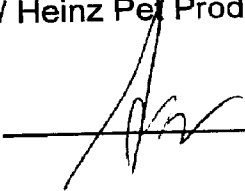
WHEREAS, Star-Kist Foods, Inc., d/b/a/ Heinz Pet Products, a California corporation, with offices located at 1062 Progress Street, Pittsburgh, PA 15212, is the owner of certain trademark registrations, a list of which is attached hereto as Schedule A, as well as other unregistered common law trademarks, trade dress and label designs; and

WHEREAS, ProMark International Inc., an Idaho corporation located 877 W. Main Street, Suite 604, Boise, Idaho, 83702, is desirous of acquiring all right, title and interest in and to the registered trademarks, unregistered common law trademarks, trade dress and label designs including the goodwill of the trademarks connected with the use thereof and symbolized thereby;


NOW THEREFORE, for good and valuable consideration receipt of which is hereby acknowledged, Star-Kist Foods, Inc., d/b/a/ Heinz Pet Products, does hereby assign unto ProMark International Inc. all right, title and interest in and to the registered trademarks set forth in Schedule A and to the unregistered common law trademarks, trade dress and label designs utilized with the registered trademarks together with any goodwill of the trademarks symbolized thereby.

Star-Kist Foods, Inc., d/b/a/ Heinz Pet Products, agrees to execute any and all additional documents that may be necessary from time to time to perfect and record title to the trademarks in ProMark International Inc. and to carry out the intent of this Assignment.

Star-Kist Foods, Inc.,
d/b/a/ Heinz Pet Products

By: 

Subscribed and sworn to before me this 28th day of February, 2001.



Notary Public
Notarial Seal
Ann C. Lovell, Notary Public
Pittsburgh, Allegheny County
Member, Pennsylvania Association of Notaries