

04-10-2001



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**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

3-23-01

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 La Francaise Bakery, Inc. Execution Date
Month Day Year
12 22 2000

- Formerly _____
- Individual General Partnership Limited Partnership Corporation Association
 - Other _____
 - Citizenship/State of Incorporation/Organization Illinois

Receiving Party

Mark if additional names of receiving parties attached

Name SCIS Food Services, Inc.

- DBA/AKA/TA _____
- Composed of _____
- Address (line 1) 1521 North Cooper Street, Suite 300
- Address (line 2) _____
- Address (line 3) Arlington TX 76011
City State/Country Zip Code
- Individual General Partnership Limited Partnership Corporation Association
 - Other _____
 - Citizenship/State of Incorporation/Organization Delaware

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.)

04/09/2001 DBYRNE 00000067 1758563
01 FC:481 40.00 OP
02 FC:482 300.00 OP

FOR OFFICE USE ONLY

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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)

*See Attached
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"/>	<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.

Danice Kowalczyk, Esq.
White & Case



3/20/2001

Name of Person Signing

Signature

Date Signed

ASSIGNMENT OF TRADEMARK APPLICATIONS/REGISTRATIONS

WHEREAS, LA FRANCAISE BAKERY, INC. ("Assignor"), having its principal place of business at 111 North Northwest Avenue, North Lake, Illinois 60164, is the owner of the following applications for U.S. trademark registrations and Federal trademark registrations before the U.S. Patent and Trademark Office:

W & W File No.	Country	Serial No./ (Registration No.)	Filing Date/ (Registration Date)	Mark
1922 T 002	U.S.	(1,758,563)	(3/16/93)	Butterfly Logo
1922 T 003	U.S.	(1,726,576)	(10/20/92)	America Loves What We Bake
1922 T 008	Canada	(420,718)	(12/10/93)	Fine Baked Goods in the European Tradition
1922 T 012	U.S.	(1,429,608)	(2/17/87)	La Francaise Croissant Fine Baked Goods in the European Tradition & Butterfly Logo
1922 T 013	U.S.	(1,436,575)	(4/14/87)	La Francaise Croissant & Butterfly Logo
1922 T 014	U.S.	(1,607,565)	(7/24/90)	La Francaise & Butterfly Design
1922 T 015	U.S. - abandoned	433,757	9/09/93	Spoon-N-Bake
1922 T 016	State - Illinois	(073045)	(8/20/93)	Pride of France & Tower Design
1922 T 019	U.S.	(2,181,811)	(8/18/98)	La Francaise Bakery
1922 T 022	U.S.	(2,183,399)	(8/25/98)	La Francaise & Butterfly Logo
1922 T 023	U.S.	(2,109,095)	(10/28/97)	Butterfly Design
1922 T 025	U.S. - abandoned	6,12,845	(12/19/94)	Supreme Cinnamon Rolls
1922 T 044	U.S.	(2,233,648)	(3/23/99)	Café Pappion

WHEREAS, SCIS FOOD SERVICES, INC. ("Assignee"), having its principal place of business at 1521 North Cooper Street, Suite 300, Arlington, Texas 76011, in connection with a purchase of assets of LA FRANCAISE BAKERY, INC., is desirous of acquiring the entire right, title and interest in the marks, the registrations and applications, including the goodwill of the business symbolized by the marks, and the right to recover all relief for past infringement.

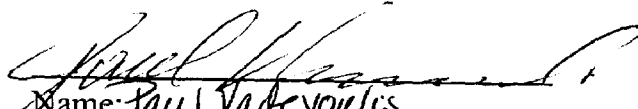
NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby sell, assign and transfer unto Assignee the entire right, title and interest in the above-listed Illinois state, Canadian and United States trademark registration and applications, including the goodwill of the business symbolized by the marks, and the right to sue and recover for, and the right to profits or damages due or accrued, past, present or future infringements or dilution of or damage or injury to said trademark or the registrations thereof or associated goodwill; the same to be held and enjoyed by said Assignee for its own use and benefit, and for its legal representatives and assigns, to the full end of the term for which any resultant registration is granted, as fully and entirely as the same would have been held had this assignment and sale not been made.

IN TESTIMONY WHEREOF, Assignor has caused these presents to be signed,

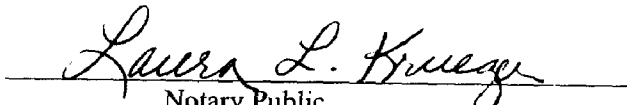
as of the date indicated below.

LA FRANCAISE BAKERY, INC.

Date: December 22


Name: Paul Vadevoulis
Title: President

SUBSCRIBED AND SWORN TO BEFORE ME
THIS 22 DAY OF December, 2000


Notary Public



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ASSIGNMENT OF TRADEMARK REGISTRATION

LA FRANCAISE BAKERY, INC., whose full post office address(es) is 111 North Northwest Avenue, North Lake, Illinois 60164, in consideration of One Dollar (\$1.00), the receipt of which is hereby acknowledged, have and by these presents, do hereby sell and assign to SCIS FOOD SERVICES, INC., whose full post office address(es) is 1521 North Cooper Street, Suite 300, Arlington, Texas 76011, all right, title and interest in Canada in and to Canadian Trademark Registration No. 420,718, registered December 10, 1993, as fully described and claimed in the application for such mark.

The undersigned hereby grant(s) to the firm of SWABEY OGILVY RENAULT of Suite 1600, McGill College Avenue 1981, Montréal, Québec, H3A 2Y3, Tel. (514) 845-7126, Fax. (514) 288-8389, Canada, the power to insert on this assignment any further information which may be necessary or desirable in order to comply with the Trademark Rules for recordation of this document.

La Francaise Bakery, Inc.

By: *Paul Vadevoulis*
Name: Paul Vadevoulis
Its: President

SIGNED at 111 N. Northwest Ave., Northlake, Illinois

this 22 day of December, 2000.

SUBSCRIBED AND SWORN TO BEFORE ME
THIS 22 DAY OF December, 2000.

Laura L. Krueger
Notary Public



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