

07-20-2001

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RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

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  Effective Date  
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name  Execution Date  
Month Day Year

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

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

TRADEMARK

REEL: 002332 FRAME: 0033

**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" value="1,933,717"/>	<input type="text" value="2,033,135"/>	<input type="text" value="1,866,154"/>
<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

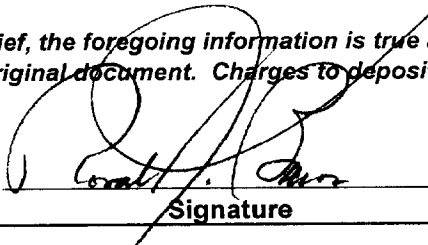
No

**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.

Ronald J. Baron, Esq.

Name of Person Signing



Signature

6/28/01

Date Signed

## TRADEMARK ASSIGNMENT

WHEREAS, M-Cap Technologies International, a general partnership organized and existing under the laws of the State of Delaware, U.S.A. (hereinafter "M-Cap") was the owner of the trademarks listed below;

WHEREAS, DCV GPH, Inc., a corporation organized and existing under the laws of the State of Delaware, USA (hereinafter "GPH") acquired all of the partnership interests in and to M-Cap on August 20, 1997, the partnership was dissolved, and the assets became part of GPH;

WHEREAS, GPH transferred all of the former M-Cap assets to DCV, Inc., a corporation organized and existing under the laws of the State of Delaware, USA (hereinafter "DCV"), on September 24, 1997;

WHEREAS, DCV owns the entire right, title and interest in and to the trademarks listed below, has adopted, used, and/or is using the trademarks listed below, and is now the owner of these trademark registrations;

WHEREAS, BCP Ingredients Inc., a Delaware corporation (hereinafter "BCP") has entered into an Asset Purchase Agreement dated as of May 21, 2001 (hereinafter "Asset Purchase Agreement") wherein DCV has agreed to assign these trademarks to BCP;

WHEREAS, this assignment is subject to and in accordance with the provisions of the Asset Purchase Agreement;

NOW THEREFORE, for good and valuable consideration the sufficiency of which is hereby acknowledged the parties agree as follows.

DCV does hereby assign all right, title and interest in and to the following trademarks and trademark applications together with the good will of the business symbolized by the marks and the registrations thereof, and all right to fully exploit, and to enforce all infringement claims in respect of any of, such trademarks and such applications to BCP:

### REGISTERED TRADEMARKS

<b><u>Trademark</u></b>	<b><u>Country</u></b>	<b><u>Registration No.</u></b>
Baker's Label	USA	1,933,717
FlavorTrap	USA	2,033,135
M-Cap	USA	1,866,154

IN WITNESS WHEREOF, each of the undersigned, has caused this trademark assignment to be executed in its name by its duly authorized representative as of the 20 day of June 2001.

M-Cap Technologies International

By: DCV GPH, Inc. (in its own name and on behalf of M-Cap Technologies International)

By: [Signature]

Title: V.P. - Treasurer

DCV, Inc., as successor in interest to M-Cap Technologies International

By: [Signature]

Title: Vice - Pres

STATE OF DELAWARE )  
 ) ss.  
COUNTY OF NEW CASTLE )

On the 20 day of June, in the year 2001, before me, the undersigned, a Notary Public in and for said State, personally appeared HARVEY L. WEAVER of DCV, Inc., personally known to me or proved to me on the basis of satisfactory evidence to be the VICE PRESIDENT of DCV, Inc., and that he, as such officer, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as such officer.

IN WITNESS WHEREOF I have hereunto set my hand and official seal.

[Signature]

Notary Public  
MARY M. MCATEER  
NOTARY PUBLIC  
STATE OF DELAWARE

My Commission Expires Nov. 19, 2003

STATE OF DELAWARE            )  
  ) ss.  
COUNTY OF NEW CASTLE    )

On the 20 day of June, in the year 2001, before me, the undersigned, a Notary Public in and for said State, personally appeared RICKY L. STEJSKAL of DCV GPH, Inc., personally known to me or proved to me on the basis of satisfactory evidence to be the VICE PRESIDENT of DCV GPH, Inc., and that he, as such officer, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by himself as such officer.

IN WITNESS WHEREOF I have hereunto set my hand and official seal.

  
\_\_\_\_\_  
Notary Public

MARY M. MCATEER  
NOTARY PUBLIC  
STATE OF DELAWARE  
Commission Expires Nov. 19, 2003