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07-23-2001

Docket No.:

15000.050US

07-03-2001

U.S. Patent & TM Otc/TM Mail Rcpt Dt. #11



101785011

Attached original documents or copy thereof.

FC (R) OA Co TM 7

To the Honorable Commissioner of Patents

1. Name of conveying party(ies):

Pegasus International, Inc.
400 Commerce Drive
Suite A
Fort Washington PA 19034

7-3-61

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

Additional names(s) of conveying party(ies) Yes No

2. Name and address of receiving party(ies):

Name: **Eastern Foods, Inc.**

Internal Address:

Street Address: **1000 Naturally Fresh Boulevard**

City: **Atlanta** State: **GA** ZIP: **30349**

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

3. Nature of conveyance:

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

Execution Date:

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

75/366129
75/385750
76/036591

Additional numbers

B. Trademark Registration No.(s)

Yes No

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

Name: **Laurence P. Colton**

Internal Address: **TECHNOPROP COLTON LLC**

Street Address: **PO Box 567685**

City: **Atlanta** State: **GA** ZIP: **31156**

6. Total number of applications and registrations involved:.....

3

7. Total fee (37 CFR 3.41):.....\$ **\$90.00**

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

07/20/2001 TDIAT1 00000031 75366129

DO NOT USE THIS SPACE

01 FD:481
02 FD:482

40.00
50.00

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.

Laurence P. Colton

Name of Person Signing

Signature

29 June 2001

Date

Total number of pages including cover sheet, attachments, and

3

TRADEMARK

REEL: 2333 FRAME: 0523

TRADEMARK ASSIGNMENT

PEGASUS INTERNATIONAL, INC., a Pennsylvania Corporation, with its principal place of business located at 400 Commerce Drive, Suite A, Fort Washington, Pennsylvania 19034, US, has filed in the United States Patent and Trademark Office (the "USPTO") the following U.S. Trademark Applications:

<u>Serial No.</u>	<u>Filing Date</u>	<u>Mark</u>
75/366,129	October 1, 1997	NATURALLY FRESH
75/385,750	November 6, 1997	NATURALLY FRESH
76/036,591	April 27, 2000	NATURALLY FRESH BREEZE

(together the "Applications") and is using the marks listed in Application Serial No. 75/366,129 and Application Serial No. 75/385,750 in commerce in connection with the respective goods listed in said trademark applications, but is not using yet the mark listed in Application Serial No. 76/036,591 in commerce in connection with any goods or services including those goods listed in said trademark application; and

EASTERN FOODS, INC., a Georgia Corporation, with its principal place of business located at 1000 Naturally Fresh Boulevard, Atlanta, Georgia 30349, US, desires to purchase from PEGASUS INTERNATIONAL, INC. any and all rights that PEGASUS INTERNATIONAL, INC. has or may have in and to the trademarks listed in each of the three (3) above-identified trademark applications and to the Applications; and

PEGASUS INTERNATIONAL, INC. desires to sell, assign and transfer to EASTERN FOODS, INC. any and all rights that PEGASUS INTERNATIONAL, INC. has or may have in and to the trademarks listed in each of the three (3) above-identified trademark applications and to the Applications;

In consideration of certain mutual promises made by EASTERN FOODS, INC, and PEGASUS INTERNATIONAL, INC. (together referred to as the "PARTIES") to each other, including those contained in a Trademark License agreement entered into contemporaneously with this Agreement, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by the PARTIES, the PARTIES agree as follows:


PEGASUS INTERNATIONAL, INC. has sold, assigned, transferred, and conveyed, and by these presents does hereby sell, assign, transfer and convey unto the said EASTERN FOODS, INC. in and for the United States and its territories and for all foreign countries, the entire right, title and interest in and to said Application Serial No. 75/385,750, Application Serial No. 75/385,750 and Application Serial No. 76/036,591, and in and to the trademarks set forth therein, together with any and all goodwill of the business or businesses symbolized by the trademarks; and does hereby

binds itself, its legal representatives, successors and assigns, properly to execute, without further considerations, any and all applications, petitions, oaths and assignments or other papers and instruments which may be necessary in order to carry into full force and effect the sale, assignment, transfer and conveyance hereby made or intended to be made.

EASTERN FOODS, INC. will complete at its cost and expense the registration process for the Applications in the United States Patent and Trademark Office ("USPTO").

Executed this 5 day of May 2001.

PEGASUS INTERNATIONAL, INC.

By: 
Print Name: DAVID J. MAGID
Title: PRESIDENT

Sworn to and subscribed before me this day of May 2001.

Notary Public

My Commission Expires: