

08-23-2001



To the Honorable Commissioner of Patents

101821314

attached original documents or copy thereof.

1. Name of conveying party(ies):

Axelrod Foods, Inc.

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

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

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

Name: Crowley Foods, Inc.

Internal Address:

Street Address: 95 Court Street, P. O. Box 549
City: Binghamton State: NY ZIP: 13902

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

3. Nature of conveyance:

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

Execution Date: March 16, 2001

4. Application number(s) or registration number(s): 1

A. Trademark Application No.(s)

B. Trademark Registration No.(s)
1,576,616

Additional numbers attached? Yes No

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

Name: Molly Buck Richard

Internal Address: Strasburger & Price, L.L.P.

Street Address: 901 Main Street, Suite 4300

City: Dallas State: TX ZIP: 75202

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 19-4547

(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.*

Molly Buck Richard

August 8, 2001

Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and document: 5

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments, Washington, D.C. 20231

08/22/2001 TBIAZ1 0000099 1576616

01 FC:481

40.00 DP

ASSIGNMENT

WHEREAS, Axelrod Foods, Inc. (a ^{Delaware} ~~New Jersey~~ Corporation), having an address of 101 Thomas Street, Patterson, New Jersey, 07533, has adopted, used and is using the mark AXELROD, which is registered in the United States Patent and Trademark Office having U.S. Registration No. 1,576,616, issued on January 9, 1990; and

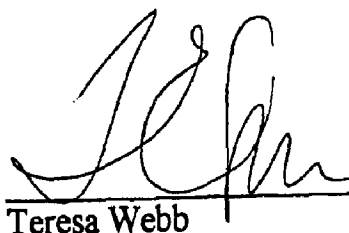
WHEREAS, Crowley Foods, Inc. (a Delaware Corporation), having a principal place of business at 95 Court Street, P.O. Box 549, Binghamton, New York 13902, is desirous of acquiring said mark, the registration thereof, and the goodwill of the business symbolized by the mark;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Axelrod Foods, Inc., does hereby assign unto Crowley Foods, Inc. all rights, title and interest in and to the mark AXELROD, together with the goodwill of the business symbolized by said mark, and the U.S. Registration No. 1,576,616.

IN WITNESS WHEREOF, the undersigned have caused this assignment to be executed and to be effective as of January 01, 2000.

3/16/01

Date



Teresa Webb
Treasurer
Axelrod Foods, Inc.