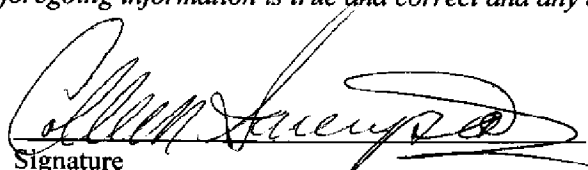


Form PTO-1594 (Rev. 6-93) RECORDATION FORM COVER SHEET U.S. DEPARTMENT OF COMMERCE OMB No. 0651-0011 (exp. 4/94) TRADEMARKS ONLY Patent and Trademark Office	
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original document or copy thereof	
1. Name of conveying party(ies): General Mills, Inc. Number One General Mills Boulevard Minneapolis, Minnesota 55426 <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation: State of Delaware <input type="checkbox"/> Other _____	2. Name and address of receiving party(ies): International Multifoods Corporation 110 Cheshire Lane Suite 300 Minnetonka, Minnesota 55305 <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation: State of Delaware <input type="checkbox"/> Other _____
Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>November 8, 2001</u>	If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment)
4. Application number(s) or trademark number(s), and identification or description of the mark(s): A. Trademark Application No(s). and description See attached Schedule A B. Trademark Registration No(s). and description See attached Schedule A	
5. Name and address of party to whom correspondence concerning document should be mailed: Colleen M. Sarenpa FAEGRE & BENSON LLP 2200 Wells Fargo Center 90 South Seventh Street Minneapolis, MN 55402-3901 612/766-6822	6. Total number of applications and registrations involved: <u>18</u> 7. Total fee (37 CFR 3.41) \$465.00 <input checked="" type="checkbox"/> Authorized to be charged to deposit account 8. Deposit Account number: <u>06-0029</u>
DO NOT USE THIS SPACE	
9. Statement and signature. <i>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.</i> Colleen M. Sarenpa Senior Trademark Specialist Name of person signing _____	
 Signature	
November 28 2001 Date	
Total number of pages including cover sheet, attachments, and document: 8	

Mail documents to be recorded with required cover sheet information to:
Director – U.S. Patent and Trademark Office, Box Assignments
Washington, D.C. 20231

SCHEDULE A
Attachment to Trademark Office Assignment Recordation Cover Page

ROBIN HOOD	Registered	1,250,616	Sept. 6, 1983
ROBIN HOOD (stylized)	Registered	1,250,615	Sept. 6, 1983
DESIGN ONLY (Profile of Robin Hood Character)	Registered	1,020,031	Sept. 9, 1975
DESIGN ONLY (Profile of Robin Hood Character)	Registered	777,509	Sept. 22, 1964
ROBIN HOOD and design	Registered	680,113	June 9, 1959
ROBIN HOOD	Registered	132,001	June 8, 1920
COUNTRY CLASSIC DINNERS	Registered	2,032,922	21-Jan-97
DOÑA LAPIÑA (Design)	Registered	1,890,052	18-Apr-95
FARMHOUSE	Registered	1,855,320	20-Sep-94
FARMHOUSE (Design)	Pending	Application No. 76/003,115	Application Date 17-Mar-00
LA PIÑA (Stylized)	Registered	330,485	03-Dec-35
MAKE IT DELICIOUS. MAKE IT FARMHOUSE	Pending	Application No. 75/652,832	Application Date 26-Feb-99
RED BAND	Registered	1,457,655	15-Sep-87
RED BAND (Design)	Registered	230,023	12-Jul-27
SOFTASILK (Stylized)	Registered	208,874	9-Feb-26
Design (COW HEAD)	Registered	200,923	14-Jul-25
PET	Registered	728,611	13-Mar-62
PET (Stylized)	Registered	88,285	10-Sep-12

EXECUTION COPY**GENERAL MILLS OMNIBUS TRADEMARK ASSIGNMENT**

This General Mills Omnibus Trademark Assignment (this "Assignment") is made effective as of the 13th day of November, 2001 by General Mills, Inc., a corporation duly organized and existing under the laws of Delaware, having a place of business at Number One General Mills Boulevard, Minneapolis, Minnesota, 55426 ("Assignor").

WHEREAS, Assignor is the owner of the trademarks identified on the attached Schedule A (the "Assigned Trademarks");

WHEREAS, Assignor, The Pillsbury Company and International Multifoods Corporation, a Delaware corporation having a principal place of business at 110 Cheshire Lane, Suite 300, Minnetonka, Minnesota 55305 (hereinafter referenced as "Assignee") have executed an Amended and Restated Asset Purchase and Sale Agreement dated October 24, 2001 (the "Asset Purchase Agreement") wherein, among other things, Assignee purchased certain retail product lines from Assignor; and

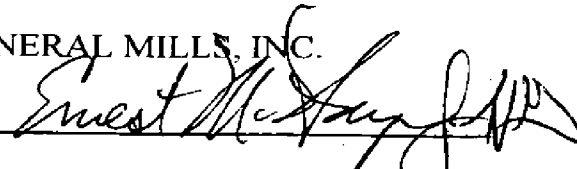
WHEREAS, the Asset Purchase Agreement requires Assignor to assign the Assigned Trademarks to Assignee;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, assign and transfer to Assignee all right, title and interest in and to the Assigned Trademarks, together with the goodwill of the business symbolized thereby, the registrations identified on Schedule A, the applications, renewals and other rights associated therewith and all remedies against infringements, violations and dilutions thereof.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be duly executed as
the date first above written.

GENERAL MILLS, INC.

By:



Name:

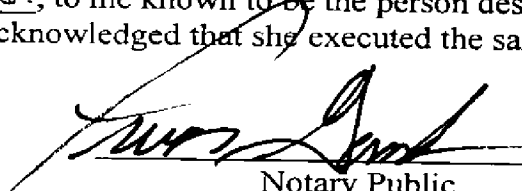
Ernest M. Harger, Jr.

Title:

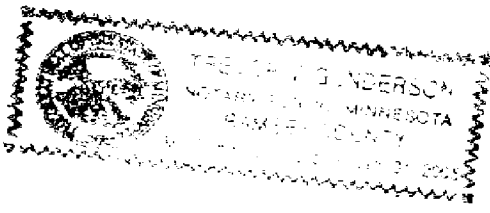
Vice President

STATE OF MINNESOTA)
) ss.
COUNTY OF HENNEPIN)

On this 8th day of November, 2001, before me, a Notary Public within and for said County, personally appeared Ernest M. Harper, Jr., to me known to be the person described in and who executed the foregoing instrument and acknowledged that she executed the same as her free act and deed.



Notary Public



SCHEDULE A

ROBIN HOOD	Registered	1,250,616	Sept. 6, 1983	U.S.
ROBIN HOOD (stylized)	Registered	1,250,615	Sept. 6, 1983	U.S.
DESIGN ONLY (Profile of Robin Hood Character)	Registered	1,020,031	Sept. 9, 1975	U.S.
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COUNTRY CLASSIC DINNERS	Registered	2,032,922	21-Jan-97	U.S.
DOÑA LAPIÑA (Design)	Registered	1,890,052	18-Apr-95	U.S.
FARMHOUSE	Registered	1,855,320	20-Sep-94	U.S.
FARMHOUSE (Design)	Pending (not yet registered)	Application No. 76/003,115	Application Date 17-Mar-00	U.S.
FARMHOUSE	Registered	T-14039	27-Oct-94	Georgia
FARMHOUSE	Registered	10534	08-Feb-95	Kentucky
FARMHOUSE	Registered	N/A	14-Dec-94	Mississippi
FARMHOUSE	Registered	N/A	14-Nov-94	South Carolina
LA PIÑA (Stylized)	Registered	330,485	03-Dec-35	U.S.
MAKE IT DELICIOUS. MAKE IT FARMHOUSE	Pending (not yet registered)	Application No. 75/652,832	Application Date 26-Feb-99	U.S.
RED BAND	Registered	1,457,655	15-Sep-87	U.S.
RED BAND (Design)	Registered	230,023	12-Jul-27	U.S.
SOFTASILK (Stylized)	Registered	208,874	9-Feb-26	U.S.
LA PIÑA	Registered	370600	06-Dec-89	Mexico
SOFTASILK	Registered	251/54195	23-Apr-32	Canada
SOFTASILK	Registered	B2707	06-Apr-90	Hong Kong
SOFTASILK	Registered	90/03752	12-Jun-90	Malaysia
SOFTASILK	Registered	2877	19-May-59	Philippines
SOFTASILK	Registered	B1320/84	23-Mar-84	Singapore
SOFTASILK	Registered	932,257	16-Feb-01	Taiwan

The Assigned Trademarks shall further include any plain type, stylized or logo versions of any of the items set forth above, and any common-law rights and state and foreign applications and registrations for any of the foregoing, and any trade dress associated with the Other Products (as

defined in the Asset Purchase Agreement) (but not including any portion of such trade dress which depicts the mark General Mills, Betty Crocker or any other trademark owned by Assignor other than the items set forth in the table set forth above, or any products other than the Other Products).

Trademark	Status	Registration Number	Registration Date	Territory
Cow Head Design	Registered	200,923	14-Jul-25	U.S.
PET*	Registered	728,611	13-Mar-62	U.S.
PET (Stylized)*	Registered	88,285	10-Sep-12	U.S.

* Assignee, on behalf of itself, its successors and assigns, agrees, so long as Pillsbury is subject to the Van De Kamp Agreement (as defined in the Asset Purchase Agreement), that it will not at any time use the "Pet" trademark in the United States in connection with the manufacture, distribution or sale of frozen cobbler pies, frozen Kosher pie crusts, frozen cream pies or frozen whipped toppings.

Foreign Trademarks

Cow Head Design	Registered	A107198	17-Aug-51	Australia
PET	Registered	5167	23-Jul-99	Antigua
PET	Registered	A107102	09-Jun-54	Australia
PET	Registered	2347	14-Oct-53	Bahamas
PET	Registered	816082	4-Jan-69	Barbados
PET	Registered	816083	4-Jan-69	Barbados
PET	Registered	329	10-Nov-45	Belize
PET	Registered	5661	4-Sep-67	Bermuda
PET	Registered	24471A	14-Apr-67	Bolivia
PET	Pending	N/A	N/A	Brazil
PET	Registered	39299	08-Feb-26	Canada
PET	Registered	46356	16-May-79	Canada
PET	Registered	496669	14-Nov-97	Chile
PET	Registered	43721	1-Feb-72	Costa Rica
PET	Registered	106711	28-Feb-84	Cuba
PET	Registered	106711A	28-Feb-84	Cuba
PET	Registered	624/1919	25-Aug-19	Denmark
PET	Registered	5797	03-Mar-99	Dominica
PET	Registered	15127	19-Sep-66	Dominican Republic
PET	Registered	50273	24-Nov-75	Egypt
PET	Registered	14634	8-Mar-67	El Salvador
PET	Registered	43949	22-Jan-65	Finland

PET	Registered	5202	08-Jun-49	Ghana
PET	Registered	44/1966	02-Aug-66	Grenada
PET	Registered	18118	29-Mar-87	Guatemala
PET	Registered	6451A	31-Jan-68	Guyana
PET	Registered	6357A	15-Dec-66	Guyana
PET	Registered	1/1932	29-Feb-32	Iceland
PET	Registered	109632	19-Nov-19	Japan
PET	Registered	162/52	17-Jan-52	Malaysia
PET	Registered	399328	18-Sep-91	Mexico
PET	Registered	6226	17-Dec-49	Nigeria
PET	Registered	6152	30-Jul-19	Norway
PET	Registered	12963	18-Jan-71	Panama
PET	Registered	8314	25-Mar-52	Puerto Rico
PET	Registered	3188	28-Jun-49	Sierra Leone
PET	Registered	4042	02-Jan-40	Singapore
PET	Registered	14154	18-Aug-51	Singapore
PET	Registered	68/1966	13-Jan-67	St. Lucia
PET	Registered	54/1966	18-Nov-66	St. Vincent
PET	Registered	5431	16-Feb-67	Suriname
PET	Registered	21902	05-Aug-19	Sweden
PET	Registered	564	29-Sep-64	Trinidad
PET	Registered	626235	10-Nov-43	United Kingdom
PET	Registered	230952	31-Jan-90	Uruguay
PET	Registered	21996	01-Feb-80	Venezuela
PET	Registered	56759	19-Jan-70	Venezuela
PET & Cow Head Design	Registered	328	10-Nov-45	Belize
PET & Cow Head Design	Registered	2274	10-Oct-31	Nicaragua
PET & Cow Head Design	Registered	626236	10-Nov-43	United Kingdom

The Assigned Trademarks shall further include any plain type, stylized or logo versions of any of the items set forth above, and any common-law rights and state and foreign applications and registrations (to the extent not already listed) for any of the foregoing and any trade dress associated with the Other Products (as defined in the Asset Purchase Agreement) (but not including any portion of such trade dress which depicts any products other than the Assigned Trade Dress Products (as defined in the Asset Purchase Agreement) or the Other Products, the mark Pillsbury (or a design version thereof, including the Barrelhead logo), the Doughboy mark or any other trademark other than the items listed in this Schedule A or listed in the Pet Inc. Omnibus Trademark Assignment (as defined in the Asset Purchase Agreement) or listed in the Pillsbury Omnibus Trademark Assignment (as defined in the Asset Purchase Agreement)).