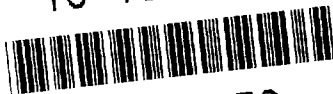


18-121



101875453

To the Assistant Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):  
**KOTARIDES BAKING CO. OF VA.**

Individuals(s)       Association  
 General Partnership       Limited Partnership  
 Corporation-State of Virginia  
 Other \_\_\_\_\_

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

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3. Nature of conveyance:

Assignment       Merger  
 Security Agreement       Change of Name  
 Other \_\_\_\_\_

Execution Date: September 7, 2001

2. Name and address of receiving party(ies)  
Name: **HAMPTON ROADS BAKING COMPANY, LLC**

Internal Address: \_\_\_\_\_

Street Address: **1902 Corprew Avenue**

City: **Norfolk**      State: **VA**      Zip: **23504**

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State of **VIRGINIA**  
 Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:       Yes       No

Additional names(s) & address(es) attached?       Yes       No

4. Application numbers(s) or patent numbers(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)  
796,488, 1,268,423 and 1,923,004 as shown on Schedule A to attached Trademark Assignment

Additional numbers attached?       Yes       No

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

Name: **William H. Brewster, Esq**

Internal Address: **Kilpatrick Stockton LLP**

Street Address: **1100 Peachtree Street, Suite 2800**

City: **Atlanta**      State: **Georgia**      Zip: **30309**

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  
The Commissioner is authorized to charge any deficiency in the required fee or credit any over payment to Deposit Account No. 11-0860.

8. Deposit account number:  
**11-0860**

**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.

**Theodore H. Davis**      \_\_\_\_\_      9/25/2001  
Name of Person Signing      Signature      Date

Total number of pages including cover sheet, attachments, and document: **4**

10/15/2001 BYRNE 00000213 796488  
01 FC:481 40.00 OP  
02 FC:482 50.00 OP

## TRADEMARK ASSIGNMENT

WHEREAS, KOTARIDES BAKING CO. OF VA., a Virginia corporation, having its principal place of business at 117 East 16<sup>th</sup> Street, Norfolk, VA 23510 (hereinafter "ASSIGNOR"), is the owner of all right, title and interest in the trademarks, trade names, service marks, and applications or registrations for such trademarks, trade names and service marks, described on Exhibit A hereto and incorporated in this assignment by this reference (collectively, the "Trademarks"), which Trademarks have been adopted and are being used by ASSIGNOR in its business; and

WHEREAS, HAMPTON ROADS BAKING COMPANY, LLC, a Virginia limited liability company having its principal place of business at 1209 Corprew Avenue, Norfolk, VA 23504 (hereinafter "ASSIGNEE"), is desirous of obtaining the entire right, title and interest in, to and under the Trademarks pursuant to the terms of that certain Acquisition Agreement dated September 5, 2001, among Hampton Roads Baking Company, LLC, as Purchaser, Flowers Bakeries, LLC, as Parent, Kotarides Baking Co. of Va., as Seller, and the Shareholders as defined therein;

1. NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR by these presents does hereby sell, assign, transfer, convey and set over, unto the said ASSIGNEE, for its own use and benefit, and for the use and benefit of its successors, legal representatives and assigns, the entire right, title and interest of ASSIGNOR in and to the Trademarks and any abbreviations or variations thereof (which shall include, without limitation, all applications for registration pending before the United States Patent and Trademark Office) and all causes of action and rights to sue for past actions or occurrences related to the Trademarks, including, but not limited to, actions for trademark infringement, dilution or unfair competition.

2. ASSIGNOR further does hereby sell, assign, transfer, convey and set over unto the ASSIGNEE for its own use and benefit, and for the use and benefit of its successors, legal representatives and assigns, the entire right, title and interest of ASSIGNOR in and to the goodwill of the Trademarks and of ASSIGNOR'S business connected with the use thereof and symbolized by the Trademarks.

3. ASSIGNOR agrees that, upon request and without further consideration, it will sign all lawful papers, make all rightful oaths and generally provide such assistance as may be reasonably requested by ASSIGNEE in perfecting and recording title to the Trademarks. ASSIGNEE shall bear all responsibility and expense for preparing any instrument of assignment or transfer, for recording any such instruments of assignment or transfer, and any fee or tax levied thereon, and ASSIGNEE shall bear all prosecution and maintenance costs incurred with respect to the Trademarks, after the date of this assignment.

4. Except as otherwise expressly provided herein, no obligation is hereby assumed by either ASSIGNOR or ASSIGNEE to maintain, prosecute, enforce or litigate, file, assert or defend the Trademarks.

IN WITNESS WHEREOF, ASSIGNOR has caused these presents to be signed by its officer thereunto duly authorized, and corporate seal to be hereto affixed and attached by its Secretary effective the 7<sup>th</sup> day of September, 2001.

"ASSIGNOR": KOTARIDES BAKING  
CO. OF VA.

By: *Christopher P. Kotarides, Jr.*  
Name: Christopher P. Kotarides, Jr.  
Title: Executive Vice President

EXHIBIT A  
TO  
TRADEMARK ASSIGNMENT

TRADEMARKS

REGISTRATION OR  
APPLICATION #

US TRADEMARK REGISTRATIONS

NATURAL GRAIN

1,268,423

MARY JANE

796,488

MARY JANE SUPER WHITE BETTER THAN WHEAT  
and Design

1,923,004