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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy thereof.

1. Name of conveying party(ies) (assignor(s)):

Incito Group LLC

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

Additional name(s) of conveying party(ies) attached? yes no

2. Name and Address of Party(ies) receiving an interest (assignee(s)):

Name: Incito Capital Group, LLC
Address: 3735 Utah

City: St. Louis
State: Missouri Zip: 63116

Country: U.S.A.

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Missouri
- 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 Merger
- Security Agreement Change of Name
- Other _____

Execution Date: September 28, 2001

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

A. Trademark Application No.(s)

717 649

B. Trademark Registration No.(s)

see attached sheet

10-9-01

Additional numbers attached? Yes No

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

William D. O'Neill
Senniger, Powers, Leavitt & Roedel
One Metropolitan Square
16th Floor
St. Louis, Missouri 63102
(314) 231-5400 (telephone)

6. Total number of applications and registrations involved:

Application(s) _____ + Registration(s): 15 = Total 15

7. Total Fee (37 CFR 3.41) \$ 390.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit Account Number: 19-1345

(Duplicate copy of this sheet attached)

- Charge any underpayment or credit any overpayment to above 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.

William D. O'Neill
Name of Person Signing

William D. O'Neill
Signature

October 4, 2001
Date

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

40.00 00
350.00 00

5

**ATTACHMENT TO RECORDATION FORM COVER SHEET
CONVEYING PARTY: INCITO GROUP LLC
PARTY RECEIVING INTEREST: INCITO CAPITAL GROUP LLC
TRADEMARK REGISTRATION NUMBERS**

<u>TRADEMARK</u>	<u>REG. NO.</u>
KRUN-CHEE	717,649
SPIRALS	1,942,587
GOOD FOODS FOR GOOD TIMES (Stylized)	1,198,111
KRUN-CHEE and Design	1,713,958
CHEESE O'S	2,056,243
KAS	748,855
GUY'S	2,066,755
SNACK TIME! and Design	1,778,228
WHEN YOU GET THE ITCH FOR CHIPS, DON'T FORGET THE GUY'S	2,149,714
DON'T FORGET THE GUY'S	2,155,418
RANCH FRIES	1,321,015
CORNIES	1,370,426
POPCORN and Design	1,406,970
KAS ALWAYS FRESH WHOLESOME AND DELICIOUS and Design	648,663
KITTY CLOVER and Design	362,575

ASSIGNMENT

1. **WHEREAS**, Incito Group LLC, of 3735 Utah, St. Louis, Missouri 63116, a corporation duly organized and existing under and by virtue of the laws of the State of Missouri (hereinafter referred to as Assignor), has adopted and used in its business certain trademarks; and

2. **WHEREAS**, assignor has certain registrations in the United States Patent and Trademark Office relating to said trademarks; and

3. **WHEREAS**, Incito Capital Group LLC, of 3735 Utah, St. Louis, Missouri 63116, a corporation duly organized and existing under and by virtue of the laws of the State of Missouri (hereinafter referred to as Assignee), is desirous of acquiring the entire right, title, and interest of assignor in said trademarks and said registrations, the good will of the business in connection with which said trademarks are used, and packaging for the products represented by said trademarks;

4. **NOW THEREFORE**, in consideration of the sum of one dollar (\$1.00) and other good and valuable consideration by assignee to assignor in hand paid, receipt of all of which is hereby acknowledged, assignor has agreed to and does hereby sell, assign, and transfer unto assignee, its successors and assigns, all of assignor's right, title, and interest throughout the world in and to said trademarks and said registrations together with the good will of the business in

connection with which said trademarks are used, together with packaging for the products represented by said trademarks, and together with full right to sue for and recover all profits and damages recoverable from past infringements of said trademarks; including specifically, without limiting the generality of the foregoing, the United States registrations listed on Attachment A.


5. **TO BE HELD AND ENJOYED BY** assignee, its successors and assigns, as fully and entirely as the same would have been held and enjoyed by assignor had this sale and assignment not been made.

6. **THE UNITED STATES TRADEMARK REGISTRATIONS ARE AS LISTED ON ATTACHMENT A.**

IN WITNESS WHEREOF, assignor has caused these presents to be executed by its officer thereunto duly authorized and its corporate seal to be affixed this 28 day of 28, 2001.

September

Incito Group LLC,

By 

Name: Mark H. Stisser

Title: Managing Director

(Corporate Seal)

ATTEST:

Secretary

ASSIGNMENT INCITO GROUP LLC TO INCITO CAPITAL GROUP LLC

ATTACHMENT A

<u>TRADEMARK</u>	<u>U.S. REG. NO.</u>
KRUN-CHEE	717,649
KRUN-CHEE and Design	1,713,958
SPIRALS	1,942,587
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WHEN YOU GET THE ITCH FOR CHIPS, DON'T FORGET THE GUYS	2,149,714
DON'T FORGET THE GUYS	2,155,418
RANCH FRIES	1,321,015
CORNIES	1,370,426
POPCORN and Design	1,406,970
KITTY CLOVER and Design	362,575
KRUN-CHEE and Design	771,219
KRUN-CHEE and Design	1,398,716
SNACK TIME	714,234
SNACK TIME (Stylized)	930,102
SNACK TIME and Design	1,417,593
GUY'S	1,501,501
GUY'S and Design	1,501,503
GUY'S (Stylized)	522,372
CORNIES	747,942