

11-02-2001



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Docket No.:

95.000 (Maple Leaf)

Tab settings

To the Honorable Commissioner of Pa.

101892023

e attached original documents or copy thereof.

1. Name of conveying party(ies):

MAPLE LEAF PET CARE, LLC
MILL & CLAY STS
MEADVILLE PA 16335

10/24/01

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

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

3. Nature of conveyance:

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

Execution Date: **October 5 and 19, 2001**

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

Name: **SERGEANT'S PET CARE PRODUCTS, INC.**

Internal Address:

Street Address: **14748 WEST CENTER ROAD SUITE**

City: **OMAHA** State: **NE** ZIP: **68144**

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,392,561	1,461,218
1,393,471	1,476,130
1,422,199	1,508,487

Additional numbers attached? Yes No

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

Name: **WAYNE L LOVERCHECK**

Internal Address:

Street Address: **LOVERCHECK & LOVERCHECK PC**

931 STATE ST

City: **ERIE** State: **PA** ZIP: **16501**

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

6

7. Total fee (37 CFR 3.41):.....\$ **165.00**

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

12-2180



10-24-2001

11/01/2001 6TOM11 00000063 1392561

DO NOT USE THIS SPACE

U.S. Patent & TMO/TM Mail Rpt Dt. #34

01 FC:481 40.00 OP
02 FC:482 125.00 OP

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.

Wayne L. Lovercheck

Name of Person Signing

Signature

October 22, 2001

Date

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

8

TRADEMARK

REEL: 002392 FRAME: 0992

ASSIGNMENT

WHEREAS Maple Leaf Pet Care, LLC., (the "Assignor"), having its registered head office at Mill and Clay Streets, Meadville, Pennsylvania 16336, had adopted, used, and is using the trademarks (the "Trademarks") registered in the United States Patent and Trademark Office as set out in Schedule "A" attached hereto;

AND WHEREAS Sergeant's Pet Care Products., Inc., a corporation created under the laws of Nevada, having its registered office located at 14748 West Center Road, Suite 303, Omaha, Nebraska 68144-2029 (hereinafter referred to as "Assignee"), is desirous of acquiring the Trademarks including the respective registrations thereto.

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged by the Assignor, the aforesaid, all its right, title and interest in and to the Trademarks together with the goodwill of the business symbolized by the Trademarks and all causes of action, claims and demands or other rights for, or arising from any infringement, including past infringements of the Trademarks and the registrations numbers thereto as set out in Schedule "A".

EXECUTED at Cincinnati, Ohio, USA, this 5 day of October, 2001.

MAPLE LEAF PET CARE LLC
Pet Life Foods, Inc., Member

By 

Alan D. Brown, Chairman
Authorized Signing Officer

EXECUTED at Omaha, Nebraska, USA this 14th day of October, 2001.

SERGEANT'S PET CARE PRODUCTS, INC.

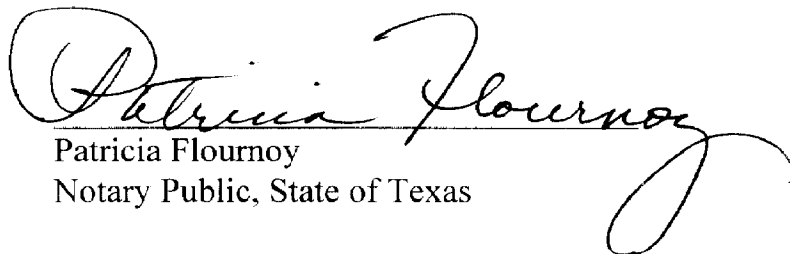
By 

Robert Scharf, President
Authorized Signing Officer

STATE OF TEXAS §
 §
COUNTY OF DALLAS §

BEFORE me, the undersigned authority, on this day personally appeared Alan Brown, known to me to be, Chairman of Pet Life Foods, Inc., and the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

IN WITNESS WHEREOF, I have herunto set my hand and affixed my official seal the day and year of this certificate first above written.


Patricia Flournoy
Notary Public, State of Texas

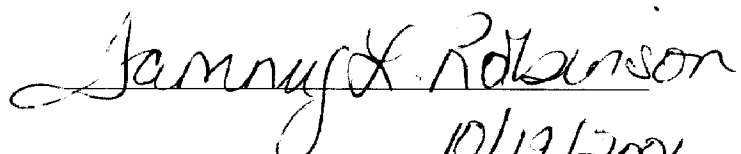


(Seal)

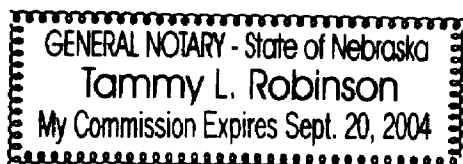
STATE OF NEBRASKA §
 §
COUNTY OF Douglas §

BEFORE me, the undersigned authority, on this day personally appeared Bob Scharf, known to me to be President of Sergeant's Pet Care Products, Inc., and the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

IN WITNESS WHEREOF, I have herunto set my hand and affixed my official seal the day and year of this certificate first above written.



Notary Public, State of Nebraska



(Seal)

SCHEDULE "A"

Trademark	Registration No.
FANTASY	1,508,487
LOVE MY CAT	1,422,199
ME & MY CAT	1,461,218
ME AND MY CAT	1,392,561
ME AND MY DOG	1,393,471
PICK-OF-THE-LITTER	1,476,130