



11-701

101896481

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

1. Name of conveying party(ies):
 Conagra Grocery Products Company

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

2. Name and Address of receiving party(ies):
 Name: Homestat Farm, Ltd.
 Internal Address:
 Street Address: 6065 Frantz Road, Suite 206
 City Dublin, Ohio 43017

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State
 Other-Limited Liability Company (Ohio)

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

If assignee is not domiciled in the United States, a domestic representative designation is attached:
 Yes No
 (Designation must be a separate document from Assignment)

3. Nature of Conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

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

Execution Date: October 29, 2001

4. Application number(s) or registration number(s)
 Trademark Application No.(s)

B. Trademark registration No.(s) 239,861; 383,792; 500,969; 53,025; 500,070; 1,067,806; 866,521 and 370,754

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Belinda L. Reynolds, Legal Assistant

6. Total number of applications and registrations involved: 8

Internal Address: _____
Porter, Wright, Morris & Arthur LLP

7. Total fee (37 CFR 3.41):.....\$215.00

Street Address: 41 South High Street

Enclosed
 Authorized to be charged to deposit (any deficiency)

City: Columbus State: OH ZIP: 43215

8. Deposit account number: 16-2326
 (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 true copy of the original documents.

Karen K. Hammond
 Name of Person Signing

Signature

11/7/01
 Date

Total number of pages comprising cover sheet: 1

 Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

11/15/2001 LNUELLER 00000041 239861

01 FC:481
 02 FC:482

40.00 OP
 175.00 OP

Commissioner for Trademarks
 Box Assignments
 2900 Crystal Drive
 Arlington, VA 22202-3513

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

ASSIGNMENT OF MARKS AND REGISTRATIONS

WHEREAS, Conagra Grocery Products Company ("Assignor"), a Delaware corporation, has adopted, used and/or is using the marks identified on the Exhibit attached hereto ("the Marks"), which are the subjects of registrations in the United States Patent and Trademark Office ("Registrations"); and

WHEREAS, Homestat Farm, Ltd. ("Assignee"), an Ohio limited liability company, is desirous of acquiring the Marks and Registrations thereof; and

NOW THEREFORE for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign to Assignee all right, title and interest in and to the Marks and Registrations, including all common law rights and claims for damages for past infringement, together with the goodwill of the business connected with the use of and symbolized by the Marks and Registrations thereof.

CONAGRA GROCERY PRODUCTS COMPANY

By: Debra L. Keith

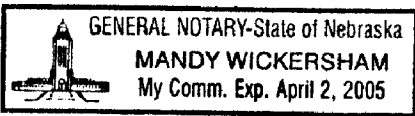
Printed Name: Debra L. Keith

Title: VICE PRESIDENT - TAX

STATE OF Nebraska)
) SS:
COUNTY OF Douglas)

On this 29th day of October, 2001 before me, a Notary Public in and for said county and state, personally appeared Debra L. Keith, who acknowledged himself/herself to be the Vice President, TAX of ConAgra Grocery Products Company ("Assignor"), which executed the foregoing assignment and who acknowledged that he/she is authorized to execute this assignment on behalf of Assignor, and that he/she did execute the foregoing assignment for and on behalf of Assignor and that such signing is the free act and deed of Assignor.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.



Mandy Wickersham
Notary Public

EXHIBIT
TO
ASSIGNMENT OF MARKS AND REGISTRATIONS

| <u>Mark</u> | <u>Registration No.</u> | <u>Registration Date</u> |
|---|-------------------------|--------------------------|
| MALTEX (STYLIZED) | 239,861 | March 13, 1928 |
| MAYPO (STYLIZED) | 383,792 | December 24, 1940 |
| WHEATENA (LABEL DESIGN) | 500,969 | July 13, 1948 |
| WHEATENA (STYLIZED) | 53,025 | May 22, 1906 |
| WHEATENA (STYLIZED) | 500,070 | April 13, 1948 |
| DESIGN ONLY (MAYPO GIRL) | 1,067,806 | June 14, 1977 |
| DESIGN ONLY (MAYPO BOY aka MARKY MAYPO) | 866,521 | March 11, 1969 |
| G WASHINGTON'S INSTANT BROTH (STYLIZED) | 370,754 | September 5, 1939 |