

02-26-2002



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies): Worthington Foods, Inc. 1-31-02
Individual(s) Association
General Partnership Limited Partnership
Corporation-State Ohio
Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Kellogg Company
Internal Address: Legal Department
Street Address: One Kellogg Square
City: Battle Creek State: MI Zip: 49016
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State Delaware
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: 10-26-2001

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s)
1,665,961
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: John W. Marsh, Jr.
Internal Address: Legal Department
Street Address: One Kellogg Square
P.O. Box 3599
City: Battle Creek State: MI Zip: 49016

6. Total number of applications and registrations involved: 1
7. Total fee (37 CFR 3.41) \$ 40.00
Enclosed
Authorized to be charged to deposit account
8. Deposit account number: 11-0405
(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 a true copy of the original document.
John W. Marsh, Jr. Signature Date: October 26, 2001

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

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

02/25/2002 LMUELLER 00000210 110405 1665961

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TRADEMARK REEL: 002448 FRAME: 0598

ASSIGNMENT

THIS ASSIGNMENT is entered into as of the 26th day of October 2001, between Worthington Foods, a corporation organized under the laws of the state of Ohio, and having a principal place of business located at 900 Proprietor's Road, Worthington, Ohio 43085 (hereinafter "Worthington" or "Assignor"), and Kellogg Company, a corporation organized and existing under the laws of the state of Delaware and located at One Kellogg Square, Battle Creek, Michigan 49016 (hereinafter "Kellogg" or "Assignee").

WHEREAS, Worthington Foods has adopted and used in the United States the trademark set forth in the Schedule known as Exhibit A, attached hereto and is the owner of the registrations thereof shown in the said Schedule; and

WHEREAS, Kellogg wishes to acquire all of Worthington Foods' rights in and to the Trademark and the good will associated therewith.

NOW, THEREFORE, in consideration of one dollar and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Worthington Foods hereby assigns, transfers, and conveys to Kellogg all right, title and interest in and to the Trademarks and the registrations thereof together with the goodwill of the business which is symbolized by the Trademarks and with the right to recover for damages and profits and all other remedies for past infringement thereof.

IN WITNESS WHEREOF, the parties have executed this Assignment as of the date first above written.

Worthington Foods

By: W. Stephen Perry
Name: W. Stephen Perry
Title: Treasurer
Date: October 26, 2001

Kellogg Company

By: Gary Pilnick
Name: Gary Pilnick
Title: Vice President
Date: October 26, 2001

Subscribed and sworn before me this 26th day of October 2001 in Calhoun County.

Kristen E Meade
Notary Public

Seal:

**Kristen E Meade, Notary Public
Calhoun County, Michigan
My Commission Expires 1/20/05**

Subscribed and sworn before me this 26th day of OCTOBER 2001 in Calhoun County.

Lois Van Dusen
Notary Public

Seal:

**LOIS VAN DUSEN, NOTARY PUBLIC
CALHOUN COUNTY, MICHIGAN
MY COMMISSION EXPIRES 5/29/02**

EXHIBIT A

REGISTERED TRADEMARK

Mark
HARVEST BURGERS

Reg. No.
1,665,961

Reg. Dt.
11/26/1991