

06-07-2002

Form PTO-1594 (Rev. 03/01)

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

OMB No. 0651-0027 (exp. 5/31/2002)

Tab settings

102114233

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

1. Name of conveying party(ies):

Noreast Fresh, Inc.

6-4-02

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

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

2. Name and address of receiving party(ies)

Name: State Garden, Inc.

Internal

Address:

Street Address: 21 New England Produce Center

City: Chelsea State: MA Zip: 02150

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Massachusetts 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:

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,939,234,

1,877,848

Additional number(s) attached Yes No

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

Name: Daniel R. Pierce, Esq.

Internal Address:

Schnader Harrison Goldstein &

Manello

Street Address: 265 Franklin Street

City: Boston State: MA Zip: 02110

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41) \$ 65.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Anthony Bourdieri

Name of Person Signing

Signature

Signature

Date

Date

Total number of pages including cover sheet, attachments, and document: 2

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

06/06/2002 GTON11 00000190 1939234

01 FC:481 02 FC:482

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TRADEMARK REEL: 002519 FRAME: 0908

**BILL OF SALE AND ASSIGNMENT**

KNOW ALL MEN by these presence that Noreast Fresh, Inc., a Massachusetts corporation ("Seller"), for good and valuable consideration received from State Garden, Inc., a Massachusetts corporation ("Purchaser") does hereby grant, sell, assign, transfer and deliver to Purchaser all of the Seller's right, title and interest in and to all of the "Acquired Assets" as defined in the Asset Purchase Agreement between the Purchaser and the Seller, dated October 23, 2000 (the "Asset Purchase Agreement").

TO HAVE AND TO HOLD all and singular the said Assets to the Buyer and its successors and assigns, to their use and behoof forever.

The Seller hereby warrants, represents and covenants that it is the lawful owner of the Acquired Assets, and that they are free from all encumbrances and restrictions and that the Seller has good right to transfer and assign the same as aforesaid, and that the Seller will warrant and defend the same against the claims and demands of all persons.

Seller further covenants and agreed to execute and deliver to Purchaser such original documents and instruments as may be reasonable and necessary to assign, transfer and convey any interest it may have in the Acquired Assets, as set forth in the Asset Purchase Agreement.

IN WITNESS WHEREOF, the parties have caused this instrument to be executed under seal this 27 day of October, 2000.

SELLER:

NOREAST FRESH, INC.

By: Ernie Pason  
Its duly authorized President

PURCHASER:

STATE GARDEN, INC.

By: Mark J. DeMichele  
Its duly authorized President

 **SCHNADER HARRISON  
GOLDSTEIN & MANELLO**

ATTORNEYS AT LAW

THE BOSTON OFFICE OF SCHNADER HARRISON SEGAL & LEWIS LLP

265 FRANKLIN STREET ■ BOSTON, MASSACHUSETTS 02110-3192

617-946-8000 ■ FAX: 617-946-8100

**DANIEL R. PIERCE**

Direct Line: 617-946-8162

dpierce@schnader.com

May 15, 2002

Commissioner for Patents and Trademarks

BOX ASSIGNMENTS

Washington, D.C. 20231

Re: Assignment of Trademark; Registration Nos. 1,939,234 and 1,877,848

Dear Sir or Madam:

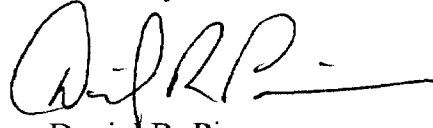
Enclosed for filing are the following items relating to the assignment by Noreast Fresh, Inc. to State Garden, Inc.:

1. Recordation form cover sheet with attached Bill of Sale; and
2. A check in the amount of \$65.00, in payment of the applicable filing fee.

Please confirm receipt of the enclosed items by date stamping the enclosed postage prepaid postcard and returning it to me.

Thank you.

Sincerely,



Daniel R. Pierce

Enclosures

cc: Gerard D. Goldstein, Esq. (w/o encls.)

James Meyer, Esq. (w/ encls.)