

08-30-2002

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

RI



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

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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): Country Home Bakers, Inc.

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

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

3. Nature of conveyance:

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

Execution Date: June 28, 2002

2. Name and address of receiving party(ies)

Name: Morley Brands, LLC

Internal Address:

Street Address: 23770 Hall Road

City: Clinton Township State: MI Zip: 48306

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

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

A. Trademark Application No.(s) 75/554,064

B. Trademark Registration No.(s) 1,012,622 995,956

Additional number(s) attached Yes No

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

Name: David R. Haarz

Internal Address: Dickinson Wright, PLLC

Suite 800

Street Address: 1901 L Street, N.W.

City: Washington State: D.C. Zip: 20036

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41) \$90.00

- Enclosed, Authorized to be charged to deposit account any shortages

8. Deposit account number: 04-1061

(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.

David R. Haarz

Name of Person Signing

Signature

August 9, 2002

Date

4

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

TRADEMARK ASSIGNMENT

ASSIGNMENT made this 28th day of June, 2002, by and between Morley Brands, LLC (hereinafter "Assignee"), a Michigan limited liability company, having an address at 23770 Hall Road, Clinton Township, Michigan 48306, and Country Home Bakers, Inc. (hereinafter "Assignor"), a Connecticut corporation having an address at 21100 South Western Avenue, Torrance, CA 90501.

WHEREAS, Assignor owns and has used, or is using the following service marks and trademarks in the United States (hereinafter the "Marks"):

- a. Trademark Registration No. 1,012,622 for the "Sanders" name;
- b. Trademark Registration No. 995,956 for the "Sanders" name; and
- c. Trademark Serial No. 75554064 for the "Titans" name.

WHEREAS, Assignee is desirous of acquiring the Marks and the goodwill of the business associated therewith, as well as all federal applications and registrations.

NOW, THEREFORE, it is agreed that pursuant to the purchase of the total business assets of the Assignor, the receipt and sufficiency of such consideration is hereby acknowledged, Assignor conveys, transfers, and assigns to Assignee all its rights, title, and interest in and to the Marks and the federal applications and registrations therefor, together with the goodwill of the business symbolized thereby.

Assignor further assigns to Assignee all rights to sue for and receive all damages occurring from past infringing uses of the Marks.

Assignor warrants that it has good and valid title to the Marks, including the applications and registrations therefor. Assignor agrees that upon request by Assignee, Assignor shall execute all papers, make all rightful oaths, testify on behalf of Assignee and do all other lawful acts

necessary to carry out the intent of this Assignment at Assignee's expense and request, as well as provide such other material, information, or assistance as Assignee may consider necessary.

This Assignment shall be binding on the parties, their successors and/or assigns and all others acting by, through, with, or under their direction, and all those in privity therewith.

Country Home Bakers, Inc.

By: Judith L. Borck

Name: Judith L. Borck

Title: President and Chief Executive Officer

State of _____)
County of _____) ss:

see attached document

_____, being duly sworn, did depose and say this ___ day of _____, 2002 that he is an officer of Country Home Bakers, Inc.; that he is authorized to execute this Assignment on behalf of said corporation; that he has read and signed the foregoing Assignment and knows and understands the contents thereof.

Notary Public

My Commission expires: _____

DETROIT 27304-1 668246

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

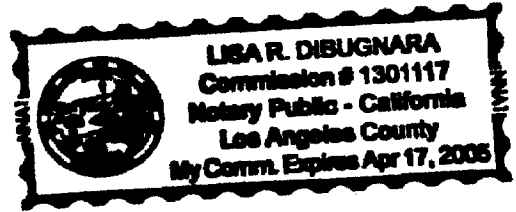
State of California

County of Los Angeles } ss.

On June 28, 2002, before me, Lisa R. DiBugnara, Notary Republic
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared Judith L. Borck
Name(s) of Signer(s)

- personally known to me
- proved to me on the basis of satisfactory evidence



to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Lisa R. DiBugnara
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Trademark Assignment

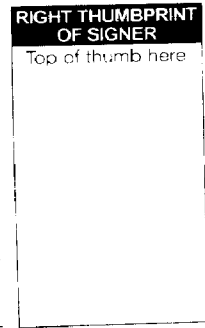
Document Date: June 28, 2002 Number of Pages: 2

Signer(s) Other Than Named Above: none

Capacity(ies) Claimed by Signer

Signer's Name: _____

- Individual
- Corporate Officer — Title(s): Director, President, CEO
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____



Signer Is Representing: Country Home Bakers, Inc