

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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

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

1. Name of conveying party(ies): Richfield Pizza Co., Inc. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [x] Corporation-State Delaware [] Other Additional name(s) of conveying party(ies) attached? [] Yes [x] No

2. Name and address of receiving party(ies) Name: Richelieu Foods, Inc. Internal Address: Street Address: 2215 Sanders Road, Suite 525 City: Northbrook State: Illinois Zip: 60062 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [x] Corporation-State Delaware [] Other If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [x] No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? [] Yes [x] No

3. Nature of conveyance: [x] Assignment [] Merger [] Security Agreement [] Change of Name [] Other Execution Date: November 11, 2002

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 1476117 2103509 1512930 2105498 2097652 2158307 2097653 2223540 Additional number(s) attached [] Yes [x] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Timothy H. Hiebert Internal Address: Samuels, Gauthier & Stevens LLP Street Address: 225 Franklin Street, Suite 3300 City: Boston State: Massachusetts Zip: 02110

6. Total number of applications and registrations involved: 8 7. Total fee (37 CFR 3.41): \$ 215 [] Enclosed [x] Authorized to be charged to deposit account 8. Deposit account number: 501427 (Attach duplicate copy of this page if paying by deposit account)

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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. Timothy H. Hiebert Signature November 21, 2002 Date Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 3

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

TRADEMARK ASSIGNMENT

WHEREAS, Richfield Pizza Co., Inc., a Delaware corporation located at Tri-State Center, 2215 Sanders Road, Northbrook, Illinois 60062 ("Assignor"), is the owner of the marks and registrations shown in the attached Exhibit A;

WHEREAS, Richelieu Foods, Inc., a Delaware corporation located at 2215 Sanders Road, Suite 525, Northbrook, Illinois 60062 ("Assignee"), wishes to acquire said marks together with the goodwill of the business with which said marks are used and which is symbolized by said marks and any and all registrations and applications for registration of said marks;

NOW, THEREFORE, for good and valuable consideration, Assignor hereby assigns to Assignee the entire right, title and interest in and to said marks, all registrations of and applications to register said marks, including the registrations shown in the attached Exhibit A, the right to recover for past infringement of said marks, and the goodwill of the business in connection with which said marks are used and which is symbolized by said marks.

RICHFIELD PIZZA CO., INC.

Date:

11 November 2002

By:

Vincent Fantegrossi

Name: Vincent Fantegrossi

Title: President

EXHIBIT A

Mark	Reg. No.	Issued
DON MARTINO	2,103,509	Oct 7, 1997
DON MARTINO (and design)	2,105,498	Oct 14, 1997
NATALINA PIZZA (and design)	2,158,307	May 19, 1998
PAPA-LINO'S (stylized)	2,097,653	Sep 16, 1997
PROVATI!	2,097,652	Sep 16, 1997
PIZZA PRESTO!	2,223,540	Feb 16, 1999
Train Design	1,512,930	Nov 15, 1988
Head Design	1,476,117	Feb 9, 1988