

Form PTO-1504

(Rev. 10/02)

OMB No. 0651-0027 (exp. 6/30/2005)

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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

1. Name of conveying party(ies):

United Signature Foods, LLC

- Individual(s)
- General Partnership
- Corporation-State
- Other limited liability company
- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: July 18/19, 2001

2. Name and address of receiving party(ies)

Name: CFS Holdings, Inc.

Internal

Address: _____

Street Address: 2000 West Broad Street

City: Richmond State: VA Zip: 23220

- 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

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

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) 1030941; 1070478;
741004; 197958; 1269923

Additional number(s) attached Yes No

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

Name: Ian D. Titley

Internal Address: Williams Mullen

Street Address: 1021 E. Cary Street

P.O. Box 1320

City: Richmond State: VA Zip: 23218-1320

6. Total number of applications and registrations involved: _____

5

7. Total fee (37 CFR 3.41).....\$ 140.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

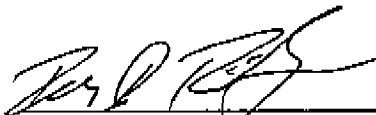
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DO NOT USE THIS SPACE

9. Signature.

Ian D. Titley

Name of Person Signing



Signature

January 7, 2003

Date

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

6

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

ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT OF TRADEMARKS, dated July 18, 2001, by and between United Signature Foods, LLC (the "Assignor"), a Delaware limited liability company and CFS Holdings, Inc. (the "Assignee"), a Delaware corporation.

WHEREAS, Assignor has adopted, used and is using the trademarks set forth on the attached Exhibit A (the "Marks") and is the owner of the United States Trademark Applications and Registrations listed on such Exhibit (the "Registrations and Applications"); and,

WHEREAS, Assignee is acquiring on the date hereof all of the assets of Assignor related to the business operations of Assignor conducted in association with the Marks, Registrations and Applications, including all of Assignor's rights in and to the Marks, Registrations and Applications;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the parties hereby agree as follows:

1. Assignor does hereby assign to the Assignee, and its successors and assigns, and Assignee accepts, all right, title and interest in and to the Marks, Registrations and Applications, together with the goodwill of the business symbolized thereby, all rights conferred by virtue of the Registrations and Applications, all common law rights in and to the Marks, and the right to pursue cancellation and opposition proceedings to enforce the Marks, Registrations and Applications.

2. Assignor shall execute any further documents reasonably requested by Assignee for the purpose of effectuating the assignment contemplated herein and transferring to Assignee all rights in and to the Marks, Registrations and the Applications.

3. This Agreement may be executed in any number of counterparts, each of which shall be deemed an original, but all of which shall represent one agreement.

WITNESS the following signatures as of the date first written above:

UNITED SIGNATURE FOODS, LLC,
a Delaware limited liability company

CFS HOLDINGS, INC., a Delaware
corporation

By: Jane Boyce

By: _____

Name: Jane Boyce

Name: _____

Title: Vice President - Marketing

Title: _____

ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT OF TRADEMARKS, dated July 19, 2001, by and between United Signature Foods, LLC (the "Assignor"), a Delaware limited liability company and CFS Holdings, Inc. (the "Assignee"), a Delaware corporation.

WHEREAS, Assignor has adopted, used and is using the trademarks set forth on the attached Exhibit A (the "Marks") and is the owner of the United States Trademark Applications and Registrations listed on such Exhibit (the "Registrations and Applications"); and,

WHEREAS, Assignee is acquiring on the date hereof all of the assets of Assignor related to the business operations of Assignor conducted in association with the Marks, Registrations and Applications, including all of Assignor's rights in and to the Marks, Registrations and Applications;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the parties hereby agree as follows:

1. Assignor does hereby assign to the Assignee, and its successors and assigns, and Assignee accepts, all right, title and interest in and to the Marks, Registrations and Applications, together with the goodwill of the business symbolized thereby, all rights conferred by virtue of the Registrations and Applications, all common law rights in and to the Marks, and the right to pursue cancellation and opposition proceedings to enforce the Marks, Registrations and Applications.

2. Assignor shall execute any further documents reasonably requested by Assignee for the purpose of effectuating the assignment contemplated herein and transferring to Assignee all rights in and to the Marks, Registrations and the Applications.

3. This Agreement may be executed in any number of counterparts, each of which shall be deemed an original, but all of which shall represent one agreement.

WITNESS the following signatures as of the date first written above:

UNITED SIGNATURE FOODS, LLC,
a Delaware limited liability company

CFS HOLDINGS, INC., a Delaware
corporation

By: _____

By: W F UHUR




Name: _____

Name: WILLIAM F. UHUR

Title: _____

Title: President

EXHIBIT A

MARK	U.S. PATENT AND TRADEMARK OFFICE APPLICATION/REGISTRATION NO.	GOODS/SERVICES	CURRENT STATUS
911	Application No. 76/239,790	Class 30: Barbecue sauce; pancake syrup; salad dressings; and mayonnaise	Filed 4/12/2001 (claiming a first use date of 8/98); Approved for publication 6/29/2001
911 	Registration No. 1,030,941	Class 29: Mayonnaise, salad dressing, and cooking oil	Registered 1/20/1976; Renewed 2/6/1996
911 	Registration No. 1,070,478	<p>Class 1: Monosodium glutamate anti-oxidant for preventing discoloration of sliced fruits and vegetables</p> <p>Class 3: Laundry detergents; machine dishwashing detergents; hand dishwashing detergents; heavy duty fryer and griddle cleaner; rinse aid to be added to dishwashing detergent to prevent spotting</p> <p>Class 22: Plastic bags for use as trash can liners</p> <p>Class 25: Chef's hats</p> <p>Class 29: Cottonseed oil for food purposes; vegetable oil for food frying purposes</p> <p>Class 30: Gelatin dessert powders; pancake and waffle syrup; and vinegar</p>	Registered 8/2/1977; Renewed 5/29/1997
911 	Registration No. 2,167,432	<p>Class 8: Plastic tableware, namely, knives, forks and spoons</p> <p>Class 20: Plastic drinking straws</p>	Registered 6/23/1998
AMBASSADOR	Application No. 76/239,787	Class 30: Mayonnaise; salad dressings; barbecue sauce; pancake syrup; and extracts used as flavoring	Filed 4/12/2001 (claiming a first use date of 3/2000); Office Action mailed 6/25/2001 (2(d) refusal)

MARK	U.S. PATENT AND TRADEMARK OFFICE APPLICATION/REGISTRATION NO.	GOODS/SERVICES	CURRENT STATUS
ZARINA	Registration No. 741,004	Class 29: Salad dressing	Registered 11/20/1962; Renewed 11/20/1982
LAV-R-CHURN	Registration No. 1,576,620 (Cancelled)	Class 29: Edible oil butter substitute	Cancelled Section 8
GOLDEN KEY	Registration No. 197,958	Classes 29 & 30: Canned peaches, pears, plums, cherries; canned spinach, tomatoes, corn and peas; {canned soup,} mincemeat, {olive oil, tea, coffee, mustard, cinnamon, allspice,} dried {apples,} apricots, {and peaches; peach and pear preserves;} apple, raspberry, and strawberry jellies; {apple, raspberry, and strawberry jams; chocolate, cocoa, wheat flour, hominy, corn grits, rice, oatmeal, macaroni, spaghetti, [<i>sic</i>] butter, lard, eggs, sugar; American, American full-cream, and Swiss-style cheese; vanilla and lemon extracts for food purposes;} candy, molasses, {corn sirup for food purposes, cakes, crackers,} chili sauce, salad dressing	Registered 4/28/1925; Renewed 8/20/1985
LA REQUSTA	Application No. 76/239,788	Class 30: Salsa and picante sauce	Filed 4/12/2001 (claiming a first use date of 3/99); Office Action mailed 6/28/2001
MA XIM	Registration No. 1,269,923	Class 22: Can liners made of plastic Class 29: Mayonnaise; cooking oil	Registered 3/13/1984; Declaration of Use accepted 8/17/1989
NATURE'S BEGINNINGS	Registration No. 1,813,085 (Cancelled)	Class 29: Soup bases	Cancelled Section 8
SIGNATURE HARVEST	Application No. 76/239,784	Class 30: Salad dressings; mayonnaise; hot sauce; pizza sauce; cheese sauce; spaghetti sauce; steak sauce; and dry sauce mixes	Filed 4/12/2001 (claiming a first use date of 3/99); Approved for publication 6/29/2001
TRAIL BLAZER	Application No. 76/239,783	Class 30: Barbecue sauce	Filed 4/12/2001 (claiming a first use date of 3/99); Office Action mailed 6/27/2001 (2(d) refusal)

MARK	U.S. PATENT AND TRADEMARK OFFICE APPLICATION/REGISTRATION NO.	GOODS/SERVICES	CURRENT STATUS
RAIL BOSS	Registration No. 1,135,854 (Cancelled)	Class 30: Barbecue sauce	Cancelled Section 8
WHITE RIVER	Application No. 76/239,793	Class 30: Barbecue sauce; salad dressings; and mayonnaise	Filed 4/12/2001 (claiming a first use date of 8/98); Office Action mailed 6/28/2001 (2(d) refusal)
WHITE RIVER CANNING CO.	Indiana State Registration No. 50098917	Indiana State Class 46: Foods and ingredients of foods; canning and preparation of foods	Registered 7/22/1988; Renewed 7/22/1998

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