

ASSIGNMENT

WHEREAS, Jugos del Valle, S.A. de C.V., a corporation organized under the laws of Mexico, having a place of business at Ave. Insurgentes No. 30, Barrio de Texcacoa, Municipio de Tepozotlan, Edo. de Mexico, Mexico (hereinafter called the "Assignor"), is the owner of the Trademark Application "NANA MARY" for sauces, namely, hot sauces and tomato sauces, corresponding U.S. Trademark Application No. 76/019,116 filed on April 5, 2000.

WHEREAS, Comercializadora Val Vita, S.A. de C.V., a corporation organized under the laws of Mexico, having a place of business at KM 117 Carretera Ensenada 1a Paz, Ejido Chapultepec, Ensenada Baja California Norte, (hereinafter called the Assignee) is desirous of acquiring from said Assignor the entire right, title and interest in and to the Trademark Application "NANA MARY" together with the goodwill of the business pertaining thereto and corresponding United States application thereof, and the assignor is willing to assign "NANA MARY" Trademark Application, associated goodwill and corresponding United States application to Assignee.

NOW, THEREFORE, in consideration of good and valuable consideration, the receipt and adequacy of which Assignor hereby acknowledges, Assignor does hereby sell, assign and transfer unto the Assignee, its entire right, title and interest in and to the aforesaid Trademark Application, together with the goodwill of the business pertaining thereto and corresponding U.S. Application 76/019,116 filed on April 5, 2000.

IN WITNESS WHEREOF, Assignor has executed this assignment on the 9th day of September 2002.

JUGOS DEL VALLE, S.A. DE C.V.

"Assignor"

By: Mr. Manuel E. Albarrán-Campillo
Legal Representative / International Development Manager



COMERCIALIZADORA VAL VITA, S.A. DE C.V.

"Assignee"

By: Laura Valtierra León
Legal Representative / Legal Manager

