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REGISTRATION
TRADEMARKS ONLY

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

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

The Grove, Inc.

- Individual(s)
- General Partnership
- Corporation-State
- Other _____
- 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: 3/23/02

2. Name and address of receiving party(ies)

Name: Star Foods, Inc.

Internal

Address: _____

Street Address: 676 Michigan Ave., Suite 3450

City: Chicago, State: IL Zip: 60611

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

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) _____
76/349,265

B. Trademark Registration No.(s) _____

Additional number(s) attached Yes No

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

Name: Thomas S. Keaty

Internal Address: Keaty PLC

Street Address: 2140 World Trade Center

2 Canal St.

City: New Orleans State: LA Zip: 70130

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

11-0260

OFFICE OF PATENT RECORDS
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FINANCE SECTION

DO NOT USE THIS SPACE

9. Signature.

Thomas S. Keaty

Name of Person Signing

Signature

10/1/02
Date

Total number of pages including cover sheet, attachments, and document: 1

10/22/2002 TDIAZI 00000269 110260 76349265
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Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

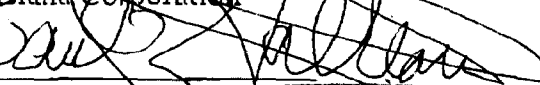
TRADEMARK ASSIGNMENT

WHEREAS, THE GROVE, INC., a corporation organized and existing under the laws of Louisiana (the "Company"), owns the mark "THE GROVE AND DESIGN" for candied fruits, and the goodwill associated therewith (the "Mark"), and the Company has filed an application for registration of the Mark with the United States Patent and Trademark Office on December 17, 2001 that bears the Serial Number 76/349,265.

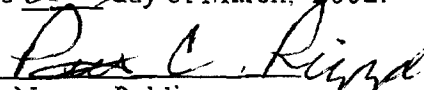
WHEREAS, STAR FOODS, L.L.C., a limited liability company organized and existing under the laws of Delaware ("Star Foods"), is desirous of acquiring the Mark, the goodwill associated therewith, the pending application therefor and the right to bring legal action(s) for past and future infringement thereof.

NOW THEREFORE, effective November 6, 2001, for good and valuable consideration, receipt of which is hereby acknowledged, the Company does hereby assign unto Star Foods, L.L.C. all right, title and interest in and to the Mark, the goodwill of the business as symbolized by the Mark, the pending application therefor, and the right to bring legal action(s) for past and future infringement thereof.

IN WITNESS WHEREOF, the Company hereby executes this Assignment on the date first written above.

THE GROVE, INC.
a Louisiana Corporation
by: 
Paul R. Vaireau, Jr.
Executive Vice-President

Sworn to and subscribed before me this 23rd day of March, 2002.


Notary Public