

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
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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):
Thompson Beverage Acquisition Corporation

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State - Delaware
 Other _____

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

2. Name and address of receiving party(ies)
Name: Country Fresh, LLC
Internal Address: _____
Street Address: 2515 McKinney Avenue, Ste 1200
City: Dallas State: TX Zip: 75201

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
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Effective Date: 10/1/2002

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) _____

Additional number(s) attached Yes No

B. Trademark Registration No.(s) **SEE ATTACHED EXHIBIT A**

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Bridget Griffin Johnson
Internal Address: Dean Foods Company

Street Address: 2515 McKinney Avenue, Ste 1200

City: Dallas State: TX Zip: 75201

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41).....\$ 115.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
500785

DO NOT USE THIS SPACE

9. Signature.
Bridget Griffin Johnson *Bridget Griffin Johnson* February 11, 2003
Name of Person Signing Signature Date

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

EXHIBIT A

<u>MARK</u>	<u>REGISTRATION NO.</u>
MILK-IT	1,863,289
YOG-IT	2,074,156
SQUISHY and Design	2,332,065
SQUISH PAK!	2,493,247

ASSIGNMENT OF TRADEMARKS

This Assignment of Trademarks is by and between Thompson Beverage Acquisition Corporation, a Delaware corporation, having an address of 2515 McKinney Avenue, Suite 1200, Dallas, TX 75201 ("Thompson") and Country Fresh, LLC, a Michigan Limited Liability Company, having an address of 2515 McKinney Avenue, Suite 1200, Dallas, TX 75201 ("Country Fresh"):

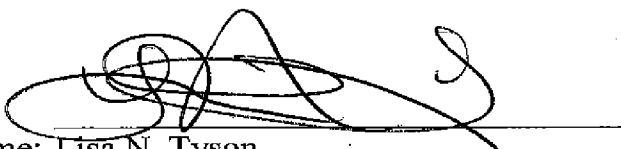
WHEREAS, Thompson has certain rights in and to the trademarks set forth on Exhibit A attached hereto ("Trademarks"), and the goodwill appurtenant thereto;

WHEREAS, Thompson has agreed to GRANT, SELL, ASSIGN, TRANSFER and CONVEY to Country Fresh all right, title and interest in and to the Trademarks; and

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, effective October 1, 2002, Thompson does hereby GRANT, SELL, ASSIGN, TRANSFER and CONVEY to Country Fresh its right, title and interest in and to the Trademarks.

IN WITNESS WHEREOF, Thompson has caused this Assignment of Trademarks to be duly executed in a manner appropriate thereto, on February 10, 2003.

THOMPSON BEVERAGE ACQUISITION
CORPORATION

By: 
Name: Lisa N. Tyson
Title: Vice President and Assistant Secretary