

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

Tab settings

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

1. Name of conveying party(ies):

Martin Sokoloff

- Individual(s) [checked] Association [] General Partnership [] Limited Partnership [] Corporation-State [] Other []

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

2. Name and address of receiving party(ies)

Name: Kettle Foods, Inc.

Internal Address: PO Box 664

Street Address:

City: Salem State: OR Zip: 97308-0664

- Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [] Corporation-State Oregon [checked] 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

3. Nature of conveyance:

- Assignment [checked] Merger [] Security Agreement [] Change of Name [] Other []

Execution Date: 2/19/2003

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

A. Trademark Application No.(s) 75/840,370

B. Trademark Registration No.(s)

Additional number(s) attached [] Yes [checked] No

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

Name: John C. Motley

Internal Address: Steel Rives LLP

Street Address: 900 SW Fifth Avenue, Suite 260

City: Portland State: OR Zip: 97204

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed [] Authorized to be charged to deposit account [checked]

8. Deposit account number:

19-4455

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9. Signature.

Karen M. Cushman

Name of Person Signing

[Handwritten Signature]

Signature

February 24, 2003

Date

2

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

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

ASSIGNMENT OF TRADEMARK

WHEREAS, Martin Sokoloff, an individual residing at 5 West 19th Street, Apartment 8-C, New York, New York 10011 ("Assignor") is the owner of the mark KETTLE SWEET for packaged caramel popcorn, caramel kamut, and caramel spelt (the "Mark"); and

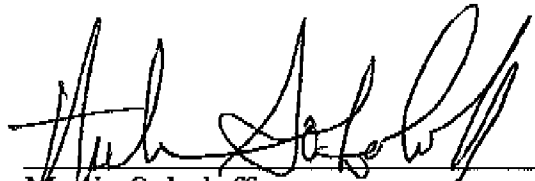
WHEREAS, Assignor began using the Mark in commerce at least as early as February, 2000 and filed an application to register the Mark with the United States Patent and Trademark Office, which application has been assigned Serial No. 75840370 (the "Application"); and

WHEREAS, Assignor wishes to assign and confirm the assignment of its entire interest in the Mark and the Application to Kettle Foods, Inc., an Oregon corporation, whose address is PO Box 664, Salem, OR 97308-0664 ("Assignee"), and Assignee wishes to confirm acceptance of the Assignment of such Mark and Application;

WHEREAS, Assignor wishes the Assignment of the Mark and Application to be effective upon the date Assignor files a Statement of Use under 37 CFR § 2.88 in connection with the Application (the "Statement of Use");

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, effective as of the date of filing of a Statement of Use, Assignor assigns and transfers to Assignee all right, title, and interest of Assignor in and to the Mark and the Application, along with any goodwill associated therewith, including the right to pursue claims for past and future infringements of the Mark.

DATED this 19 day of February, 2003.



Martin Sokoloff

STATE OF NEW YORK)
)
) ss. _____)
COUNTY OF NEW YORK)

Subscribed and sworn to before me
this 19 day of Feb, 2003.



Notary Public

EDWARD W. KEANE
Notary Public, State of New York
No. 01KE6082629
Qualified in New York County
Commission Expires Nov. 11, 2008