

01-27-2003



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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

FORM PTO-1594
1-31-92

102347987

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

<p>1. Name of conveying party(ies):</p> <p>Ampco Foods, Inc. and Basic American Foods</p> <p><u>1-73-03</u></p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> General Partnership <input checked="" type="checkbox"/> Corporation - State <u>CA</u> <input type="checkbox"/> Other _____</p> <p><input type="checkbox"/> Association <input type="checkbox"/> Limited Partnership</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: <u>Basic Vegetable Products, L.P.</u> Internal Address: _____ Street Address: <u>700 Airport Drive</u> City: <u>King City</u></p> <p>State: <u>CA</u> Zip: <u>93930</u></p>
<p>3. Nature of Conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Dates <u>January 5, 2001</u></p>	<p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation - State <u>Delaware</u> <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the U.S., a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designation must be a separate document from Assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s)</p> <p><u>540,265</u></p>
<p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p>	<p>6. Total number of applications and registrations involved: <u>One</u></p>
<p>Name: <u>DORSEY & WHITNEY LLP</u> Internal Address: <u>SUITE 3400</u></p>	<p>7. Total fee (37 CFR 3.41):.....\$ <u>40.00</u></p> <p><input type="checkbox"/> Previously submitted <input type="checkbox"/> Authorized to be charged to deposit account</p>
<p>Street Address: <u>FOUR EMBARCADERO CENTER</u> City: <u>SAN FRANCISCO</u> State: <u>CA</u> Zip: <u>94111-4187</u></p>	<p>8. Deposit account number: <u>50-2319</u> Please debit any underpayment or credit any overpayment to the above deposit account.</p> <p>Our Order No. <u>G-69512/DJB</u> (Attach duplicate of this page if paying by deposit account)</p>

FINANCE SECTION
JAN 23 PM 1:56

01/24/2003 6TON11 00000156 540265
01 FC:8521 40.00 OP

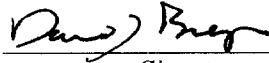
DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

David J. Brezner

Name of Person Signing



Signature

1/14/03

Date

Total number of pages including cover sheet, attachments and document: [6]

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

**Commissioner of Patents and Trademarks
Box Assignments
Washington, DC 20231**

Our Docket No. G-69512; Our File No. 467637-359/DJB

1102095

**TRADEMARK
REEL: 002658 FRAME: 0779**

ASSIGNMENT:

For the purpose of perfecting ownership of said trademark registration in BASIC VEGETABLE PRODUCTS, L.P., AMPCO FOODS, INC. and BASIC AMERICAN FOODS hereby assign, convey and quitclaim unto BASIC VEGETABLE PRODUCTS, L.P. any and all rights, title and interest that may be vested in them in and to said trademark registration, the trademark disclosed herein, the goodwill of the business associated therewith, and any causes of action and rights of recovery for infringement of the same.

The provisions of this declaration and assignment shall inure to the benefit of BASIC VEGETABLE PRODUCTS, L.P., its successors, assigns and other legal representatives.

Executed and delivered nunc pro tunc as of this 5th day of January 2001.

AMPCO FOODS, INC.

By: John C. Barnecut
John Barnecut
Title: Secretary

BASIC AMERICAN FOODS

By: John C. Barnecut
John C. Barnecut
Title: General Counsel and Secretary

Subscribed and sworn to before me this 5th day of January 2001.

Christine M. Stav
Notary Public

1036980



DECLARATION OF OWNERSHIP AND QUITCLAIM ASSIGNMENT

RECITALS:

Prior to November 1, 1982, the United States trademark registration No. 540,265 for the mark MELLO-TOASTED was owned by AMPCO FOODS INC. On November 1, 1982, AMPCO FOODS, INC. filed with the California Secretary of State a change of name to BASIC AMERICAN FOODS, a corporation of the State of California having its principal place of business at 550 Kearny Street, Suite 1000, San Francisco, California 94108.

As of March 20, 1990, the records of the Patent and Trademark Office state that AMPCO FOODS, INC. assigned all of its rights in said trademark registration to BASIC VEGETABLE PRODUCTS, L.P., a Delaware corporation, having its principal place of business at 700 Airport Drive, King City, California 93930. However, this was in error as the Assignor should have been BASIC AMERICAN FOODS because AMPCO FOODS, INC. had changed its name to BASIC AMERICAN FOODS prior to this assignment.