

02-13-2003



RECORDATION FORM COVER SHEET  
U.S. Department of Commerce

Y Patent and Trademark Office

the attached original documents or copy thereof.

102364562

<b>To the Honorable Commissioner</b> 1. Name of conveying party(ies): Sweet Baby Ray's, Inc.  Individual(s)                      Association General Partnership              Limited Partnership <input checked="" type="checkbox"/> Corporation - Illinois Other:  Additional name(s) of conveying party(ies) attached?    Yes <input checked="" type="checkbox"/> No		Name and address of receiving party(ies):  Ken's Foods, Inc. One D'Angelo Drive P.O. Box 849 Marlborough, Massachusetts 01752  Individual(s) citizenship _____ Association _____ General Partnership _____ Limited Partnership _____ <input checked="" type="checkbox"/> Corporation - Massachusetts Other - _____	
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment                      Merger Security Agreement              Change of Name Other:  Execution Date: <u>January 31, 2003</u>		If assignee is not domiciled in the United States, a domestic representative designation is attached:    Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from Assignment) Additional name(s) & address(es) attached?    Yes <input checked="" type="checkbox"/> No	
4. Application number(s) or registration number(s): A. Trademark Application No.(s) <p style="font-size: 2em; text-align: center;">2/11/03</p>		B. Trademark Registration No.(s): <p style="text-align: center;">1,888,733 1,890,063</p>	
Additional numbers attached?    Yes <input checked="" type="checkbox"/> No			
5. Name and address of party to whom correspondence concerning document should be mailed:  Name: <u>Gwendolyn A. Wilber, Esq.</u>  Internal Address: <u>Foley Hoag LLP</u>		6. Total number of applications and registrations involved: ..... 2	
Street Address: <u>1747 Pennsylvania Avenue NW</u>  City: <u>Washington</u> State: <u>DC</u> ZIP: <u>20006</u>		7. Total fee (37 CFR 3.41):.....\$65.00 Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account	
		8. Deposit account number:  <u>06-1446</u>  (Attach duplicate copy of this page if paying by deposit account)	
DO NOT USE THIS SPACE			
9. Statement and signature. <i>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.</i> <u>Gwendolyn A. Wilber, Esq.</u> Name of Person Signing <span style="float: right;"><u>February 4, 2003</u> Date</span> Total number of pages comprising cover sheet:..... 1			

FINANCIAL SECTION  
RECORDS

02/13/2003 LMOELLER 00000002 061446 1888733

01 FC:8521              40.00 CH  
02 FC:8522              25.00 CH

**TRADEMARK ASSIGNMENT**

**WHEREAS**, Sweet Baby Ray's, Inc., an Illinois corporation, ("ASSIGNOR"), has adopted, used and registered the marks shown in the Schedule hereto (the "Trademarks"), together with the registrations thereof; and

**WHEREAS**, Ken's Foods, Inc., a Massachusetts corporation, whose address is One D'Angelo Drive, P.O. Box 849, Marlborough, Massachusetts 01752, ("ASSIGNEE") is desirous of acquiring ASSIGNOR's rights in the Trademarks;

**WHEREAS**, ASSIGNOR and ASSIGNEE have executed and delivered a certain Option Purchase Agreement dated as of October 9, 1997, as amended on January 8, 2003 (the "Purchase Agreement") whereby the ASSIGNOR assigned to the ASSIGNEE certain assets, including the right, title and interest in and to the Trademarks and the goodwill of the business connected with the use of and symbolized by the Trademarks effective as of January 31, 2003;

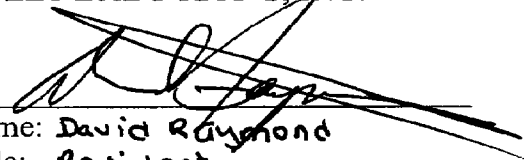
**WHEREAS**, ASSIGNOR and ASSIGNEE wish to confirm and memorialize the assignment of the Trademarks for purposes of recording the assignment with the U.S. Patent and Trademark Office and perfecting the assignment;

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR does hereby confirm the assignment from ASSIGNOR to ASSIGNEE of all of its right, title and interest in and to the Trademarks, including the registrations listed below and renewals thereof, together with the goodwill of the business associated with the use of and symbolized by the Trademarks, and the right to sue and recover for past infringement of the Trademarks.

**SCHEDULE**

<b><u>Mark</u></b>	<b><u>Registration Number</u></b>
SWEET BABY RAYS	1,888,733
THE SAUCE IS THE BOSS!	1,890,063

SWEET BABY RAY'S, INC.

By:   
 Name: David Raymond  
 Title: President

Date: January 31, 2003