

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): Clearwater Fine Foods Incorporated. Includes checkboxes for Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, and Other.

2. Name and address of receiving party(ies): Name: Clearwater Seafood Limited Partnership. Includes checkboxes for citizenship and partnership types.

3. Nature of conveyance: Includes checkboxes for Assignment, Merger, Security Agreement, Change of Name, and Other. Execution Date: April 9, 2003.

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

6. Total number of applications and registrations involved: 6

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Melville Owen, Esq. Address: Owen, Wickersham & Erickson, P.C. 455 Market Street, 19th Floor San Francisco CA 94105

7. Total fee (37 CFR 3.41): \$ 165.00. Includes checkboxes for Enclosed and Authorized to be charged to deposit account. 8. Deposit account number: 502333

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. Melville Owen Signature Date: June 30, 2003

Total number of pages including cover sheet, attachments, and document. 4

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

CIH \$165.00 502333 0533237

ASSIGNMENT OF U.S. TRADEMARKS

WHEREAS, **CLEARWATER FINE FOODS INCORPORATED.**, a Canadian corporation, having a principal business address at 757 Bedford Highway, Bedford, Nova Scotia, B4A 3Z7, Canada ("Assignor"), has adopted and is using the trademarks shown on the attached Schedule "A" (the "Trademarks) and is the owner of the registrations therefor; and

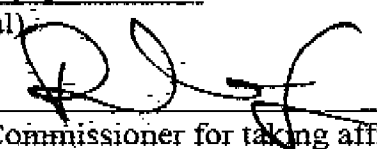
WHEREAS, **CLEARWATER SEAFOOD LIMITED PARTNERSHIP**, a Canadian corporation, having a principal address at 757 Bedford Highway, Bedford, Nova Scotia B4A 3Z7, Canada ("Assignee"), is desirous of acquiring all rights, title and interest in and to the Trademarks, the goodwill of the business symbolized thereby, and the registration thereof.

NOW THEREFORE, good and valuable consideration being extant, Assignor hereby assigns to Assignee, all of its rights, title and interest in and to the Trademarks, the goodwill of the business symbolized thereby and the registration thereof shown on the accompanying Schedule A.


Assignor further assigns to Assignee all right to sue for, to receive and to hold damages and profits accruing from past infringement of the Trade-marks in the country or countries in which the registration on Schedule A has effect.

Assignor further warrants that there are no licenses, encumbrances or other agreements, either written, oral or implied, relating to the Trademarks of which Assignee is not aware, and that it believes it has good and valid title to the mark to assign to Assignee.

SWORN before me at the City of Truro, Nova Scotia, on the 9th day of May, 2003
My commission expires:

na
(Seal) 
A Commissioner for taking affidavits

**CLEARWATER FINE FOODS
INCORPORATED**


STAN SPAVENTO

Name EXECUTIVE VP AND ASST SECRETARY

On this 9th day of May 2003, personally appeared STAN SPAVENTO to me known and known to me to be the EXECUTIVE VP of Clearwater Fine Foods Incorporated, and acknowledged that he executed the foregoing Assignment as his free act and deed and as the free act and deed of said corporation.

SWORN before me at the City of
~~Toronto~~, ~~Ontario~~, on the 9th day
of April, 2003.
My commission expires:

**CLEARWATER SEAFOODS LIMITED
PARTNERSHIP**

nila
(Seal)




RD Wright
Name

A Commissioner for taking affidavits

On this 9th day of April 2003, personally appeared ROBERT WRIGHT
to me known and known to me to be the CEO of Clearwater Seafoods Limited
Partnership, and acknowledged that he executed the foregoing Assignment as his free act and
deed and as the free act and deed of said corporation.

C24\HOFFERR\3267259

SCHEDULE "A"

TRADE-MARK	REGISTRATION NO.	REGISTRATION DATE
HARDSHELL FRESH	1,780,927	July 6, 1993 (renewal due July 6, 2003)
CLEARWATER	1,519,023	January 3, 1989
C CLEARWATER DESIGN 	1,553,871	August 29, 1989
BEI GEE BEI IN CHINESE CHARACTERS DESIGN 	2,348,344	May 9, 2000
PICK O'SEA & DESIGN 	533,237	November 7, 1950, renewed November 7, 2000
PICK O'SEA	1,831,479	April 14, 1994