

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

1. Name of conveying party(ies):

BFC Investments, L.P.

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

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

2. Name and address of receiving party(ies):

Name: Trademark Management Company

Internal Address: Suite 604

Street Address: 877 W. Main Street

City: Boise State: ID ZIP: 83072

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- 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
- Security Agreement
- Other Nunc pro tunc assignment
effective July 16, 2001
- Merger
- Change of Name

Execution Date: July 16, 2001

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

2,518,669

Additional numbers attached? Yes No

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

Name: Dean A. Bierkan

Internal Address: H. J. Heinz Company

Street Address: 600 Grant Street

City: Pittsburgh State: PA ZIP: 15219

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

8. Deposit account number: 08-1631

(Attach duplicate copy of this page if paying by deposit account)

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.

Nancy A. Linkes
Name of Person Signing

Nancy A. Linkes
Signature

October 10, 2003
Date

CH \$40.00 081631 2618669

TRADEMARK ASSIGNMENT
NUNC PRO TUNC

Whereas, BFC Investments, L.P., a Delaware limited partnership ("Assignor"), located and doing business at Suite 202, One Little Falls Centre, 2711 Centerville Road, Wilmington, DE 19808 is the owner of record title to the United States trademark listed in Exhibit A ("Trademark"), which exhibit is made a part hereof and incorporated herein by reference; and

WHEREAS, Trademark Management Company, a Delaware corporation ("Assignee"), located and doing business at Suite 604, 877 W. Main Street, Boise, ID 83072 acquired all right and interest in the Trademark on July 16, 2001 but inadvertently said assignment was not recorded.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign, convey and transfer unto the said Assignee, *nunc pro tunc*, as of July 16, 2001, all right and title and interest in and to the aforesaid Trademark, together with the goodwill of the business symbolized by the Trademark and the registration thereof.

Assignor further assigns unto Assignee all right to sue for and to receive all damages accruing from past infringement of the Trademark.

Assignor undertakes that upon the request of Assignee or its designees, it and/or its successor in business, shall make all rightful oaths, and do all other lawful acts necessary to carry out the intent of this assignment.

IN WITNESS WHEREOF, the undersigned has caused this assignment to be
dated effective as of July 16, 2001.

BFC Investments, L.P.

By: Borden Foods International Corporation,
its General Partner

By: 
Alyssa A. Anton, Secretary

EXHIBIT A

<u>MARK</u>	<u>U.S. REG. NUMBER</u>
CLASSICO	2,518,669