

05-15-2003

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



To the Honorable Commissioner

102448919

... the attached original documents or copy thereof.

1. Name of conveying party(ies): Pine Valley Foods, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation - Minnesota
 Other _____

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

2. Name and address of receiving party(ies)
 Name: Cimpl's, Inc.
 Internal Address: _____
 Street Address: P.O. Box 80
 City: Yankton State: SD ZIP: 57078

Individual(s) _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State South Dakota
 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 Merger
 Security Agreement Change of Name
 Other _____

Execution Date: August 31, 1994

4. Application number(s) or patent number(s):
 A. Trademark Application No.(s)

B. Trademark Registration No.(s)
943,354

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Stuart R. Hemphill
 Internal Address: Dorsey & Whitney LLP
 Street Address: Suite 1500, 50 South Sixth Street
 City: Minneapolis State: MN ZIP: 55402-1498

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:
04-1420
 (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.

Stuart R. Hemphill
 Name of person Signing

[Signature]
 Signature

May 8, 2003
 Date

Total number of pages comprising cover sheet: 1

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

Do not detach this portion

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

05/15/2003 6TOM11 00000087 943354

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40.00 OP

BOX ASSIGNMENT
 Director - U.S. Patent and Trademark Office
 Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

ASSIGNMENT

This Agreement is made and entered into this 31st day of August 1994, by and between Ciml's, Inc., a South Dakota corporation and Pine Valley Foods, Inc., a Minnesota corporation.

WHEREAS, Pine Valley Foods, Inc. has adopted, used and is using the following mark which is registered in the United States Patent and Trademark Office:

Registration Number 943,354

Registered September 19, 1972

Last renewal term began September 19, 1992

FOR (PREPARED MEAT PRODUCTS) * SAUSAGE AND PROCESSED PORK PRODUCTS * IN CLASS 46 (INT. CL. 29)

FIRST USE 1-5-1968; IN COMMERCE 2-9-1969

SER. NO. 72-398,746, FILED 7-29-1971

WHEREAS, Ciml's, Inc., a South Dakota corporation is desirous of acquiring said mark and the thereof;

NOW, THEREFORE, for good and valuable consideration, including the release of debt owed by Pine Valley Foods, Inc. to Ciml's, Inc., receipt of which is hereby acknowledged, Pine Valley Foods, Inc. does hereby assign unto Ciml's, Inc., all right, title and interest in and to the said mark, together with the good will of the business symbolized by the mark, and the above-identified registration thereof.

Pine Valley Foods, Inc. agrees there are no liens or encumbrances against the above listed trademark.

This agreement shall become null and void if the above listed trademark is not successfully assigned to Purchaser.

Pine Valley Foods, Inc. shall be required to assist as requested or may otherwise be necessary Ciml's, Inc. in the transfer of the trademark registration to Ciml's, Inc.

IN WITNESS WHEREOF, the parties execute this agreement the day and year first above written.

CIMPL'S, INC.

BY: David Frankforter
David Frankforter
ITS: General Manager

PINE VALLEY FOODS, INC.

BY: Gary Palesotti
Gary Palesotti
ITS: President

REEL 1251 FRAME 003
TRADEMARK

STATE OF South Dakota

COUNTY OF Yankton SS:

The foregoing instrument was acknowledged before me this 3rd day of August, 1994, by David Frankforter the General Manager of Cimpl's, Inc., a Corporation under the laws of Minnesota on behalf of the Corporation.

[Handwritten Signature]

Notary Public

STATE OF Tennessee

COUNTY OF Davidson SS:

The foregoing instrument was acknowledged before me this 7th day of September, 1994, by Gary Palesotti the _____ of Pine Valley Foods, Inc., a Corporation under the laws of _____ on behalf of the Corporation.

[Handwritten Signature]

Notary Public

My Commission Expires July 26, 1997

REEL 1251 FRAME 04
TRADEMARK

RECORDED
PATENT & TRADEMARK OFFICE

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