

FORM PTO-1594 (modified)
(Rev 03/01)

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the United States Patent and Trademark Office: Please record the attached original documents or copies thereof.

1. Name of conveying party(ies):
ConAgra Brands, Inc.

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

Additional conveying party(ies)

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

Name: **Saputo Cheese USA Inc.**
25 Tri-State Office Center, Suite 250
Lincolnshire, Illinois 60069

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State DE
 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: **May 23, 2003**

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

524307; 1281781; 2152522; 2632802

Additional number(s) attached Yes No

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

Name: **James L. Vana**
Internal Address: **FOLEY & LARDNER**
Street Address: **777 East Wisconsin Avenue**
City: **Milwaukee State: WI Zip: 53202-5306**

6. Total number of applications/registrations involved: **4**


7. Total fee (37 C.F.R. § 3.41): **115.00**

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
06-1447

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.

James L. Vana  **6/6/03**

Name of person signing Signature Date

Total number of pages including cover sheet, attachments, and document: **PGS**

TRADEMARK ASSIGNMENT

WHEREAS, ConAgra Brands, Inc., a Nebraska corporation ("Assignor") is the owner of the trademark TREASURE CAVE, alone and in connection with other wording and design elements listed on the attached Schedule A (collectively, the "Marks"), together with those registrations (the "Registrations") therefor listed on the Schedule A; and

WHEREAS, Saputo Cheese USA Inc., a Delaware corporation ("Assignee") wishes to acquire the Marks and the Registrations, together with the goodwill of the business in connection with which the Marks are used.

NOW, THEREFORE, for good and valuable consideration, the receipt of which Assignor hereby acknowledges, Assignor hereby agrees to and does sell, assign and transfer to Assignee its entire right, title and interest in and to the Marks and the Registrations, together with the goodwill of the business to which the Marks pertain, as well as all rights of enforcement and recovery for past infringement. Assignor further agrees to take all reasonable and necessary steps to implement the provisions of this assignment.

IN WITNESS WHEREOF, a duly authorized officer of Assignor and Assignee has executed this agreement as of this ____ day of May, 2003.

CONAGRA BRANDS, INC.

By: *Kevin L. We decking*

KEVIN L. WEDEKING ASST. CORPORATE SECRETARY

Print Name & Title

Subscribed and sworn to before me this 23 day of May, 2003

Notary Public

My Commission Expires: 2/21/05

SAPUTO CHEESE USA INC.

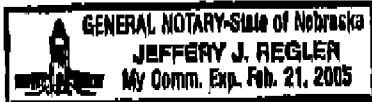
By: _____

Print Name & Title

Subscribed and sworn to before me this ____ day of May, 2003.

Notary Public

My Commission Expires: _____



SCHEDULE A

Country	Registration No.	Mark	Goods
U.S.	524,307	TREASURE CAVE (Stylized)	Cheese
U.S.	1,281,781	TREASURE CAVE	Cheese and salad dressing
U.S.	2,152,522	TREASURE CAVE CHEESES OF QUALITY & Design	Cheese
U.S.	2,632,802	TREASURE CAVE AMERICA'S #1 BLUE CHEESE & Design	Cheese

001.1417352.

RECORDED: 06/09/2003 RECEIVED TIME: MAY 27. 4:29PM

TRADEMARK
PRINT TIME: MAY 27. 4:32PM
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