

Form PTO-1594

(Rev. 10/02)

OMB No. 0651-0027 (exp. 6/30/2005)

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U.S. DEPARTMENT OF COMMERCE
U.S. 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):

Turtle Mountain, Inc.

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 02/16/04

2. Name and address of receiving party(ies)

Name: Wells' Dairy, Inc.

Internal Address: P.O. Box 1310

Street Address: One Blue Bunny Drive

City: Le Mars State: IA Zip: 51031

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Iowa
- 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

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

A. Trademark Application No.(s) 78303040

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: Bruce W. McKee

Internal Address:

Street Address: 801 Grand Avenue, Suite 3200

City: Des Moines State: IA Zip: 50309-2721

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 any under payment or credit of any over payment

8. Deposit account number:

26-0084

DO NOT USE THIS SPACE

9. Signature.

Bruce W. McKee
Name of Person Signing

Bruce McKee
Signature

03/05/2004
Date

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

3

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

CH \$40.00 260084 78303040

ASSIGNMENT

WHEREAS, TURTLE MOUNTAIN, INC., a California corporation, with an address of P.O. Box 21938, Eugene, Oregon 97402, is the owner of trademark application Serial No. 78/303,040, filed September 19, 2003, for the mark CARB FREEDOM, and

WHEREAS, WELLS' DAIRY, INC., an Iowa corporation, with an address of One Blue Bunny Drive, P.O. Box 1310, Le Mars, Iowa 51031, is a successor to the ongoing and existing business of the assignor to which the trademark pertains and is desirous of acquiring the entire right, title and interest in and to said mark, together with the goodwill of the business pertaining to said mark;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said TURTLE MOUNTAIN, INC. does hereby assign unto WELLS' DAIRY, INC. all right, title and interest which TURTLE MOUNTAIN, INC. has heretofore enjoyed pertaining to said mark, together with the goodwill of the business pertaining to said mark, the same to be held and enjoyed by WELLS' DAIRY, INC., its successors and assigns, together with the right to sue for and collect for all claims for damages by reason of past infringement of said mark and the registration thereof.

TURTLE MOUNTAIN, INC.

By Mark Browerman

Name of Officer: MARK BROWERMAN

Title of Officer: President

STATE OF CA.)
) ss
COUNTY OF L.A.)

On this 16 day of FEB, 2004, before me, the undersigned, a Notary Public in and for the state, personally appeared MARK BRAUERMAN, to me personally known, who being by me duly sworn, did say that he is the President of TURTLE MOUNTAIN, INC.; that said above and foregoing instrument was signed on behalf of said corporation by authority of its Board of Directors and that the said MARK BRAUERMAN, as such officer, acknowledged the execution of said instrument to be the voluntary act and deed of said corporation, by it and by him voluntarily executed.



Notary Public in and for the
State of CA.

Commission Expires: APRIL 18, 2006

