

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):
Coast Business Credit,
a division of Southern Pacific Bank

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

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

2. Name and address of receiving party(ies)
Name: Granny Goose Foods, Inc.
Internal
Address: _____
Street Address: 930 98th Avenue
City: Oakland State: CA Zip: 94603

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State California
 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: Correction of recordation at Reel 2095/Frame 0260 SEE ATTACHED

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

B. Trademark Registration No.(s) 1386188 1332461
1327266 1319610 1001603 1001602

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Jane Eckels
Internal Address: Davis Wright Tremaine LLP

Street Address: 1501 Fourth Avenue, Suite 2600

City: Seattle State: WA Zip: 98101

6. Total number of applications and registrations involved: 8

7. Total fee (37 CFR 3.41).....\$ 215.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
040258

DO NOT USE THIS SPACE

9. Signature,
Jane Eckels
Name of Person Signing


Signature

4/28/04
Date

Total number of pages including cover sheet, attachments, and document: 12

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

CH \$215.00 040258 1386188

Continuation of Item 3

The document recorded at Reel 2095/Frame 0260 should be corrected to identify the Nature of Conveyance as follows:

| | |
|-----------------------|------------------------------|
| Nature of Conveyance: | Release of Security Interest |
| Execution Date: | May 23, 2000 |

CONTINUATION OF ITEM 4B

TRADEMARK REGISTRATION NOS.

1319609

705655

TRADEMARK ASSIGNMENT

WHEREAS, COAST BUSINESS CREDIT, a division of SOUTHERN PACIFIC BANK, a California corporation, with an address at 12121 Wilshire Blvd., Ste. 1400, Los Angeles, California 90025, in its capacity as secured creditor of GRANNY GOOSE FOODS, INC. ("Assignor"), in furtherance of its foreclosure of certain assets pursuant to California Commercial Code Section 9504, has rights in and to certain trademarks, service marks, trade names and logos used or adopted in or in connection with the business of Assignor, and all derivative, related and combined marks, together with the goodwill of the business symbolized thereby, including without limitation the trademarks and trademark applications identified on Exhibit "A" attached hereto (collectively, the "Marks").

WHEREAS, SNAK ALLIANCE INC., an Oregon corporation, with an address at c/o Irell & Manella LLP, 1800 Avenue of the Stars, Los Angeles, CA 90067 ("Assignee"), is desirous of acquiring all of Assignor's right, title and interest in and to the Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor purports, and subject to, the terms of a Bill of Sale of even date from Assignor to Assignee, quitsclaims, without warranty or recourse of any kind, to Assignee, and Assignee's successors and assigns, Assignor's entire right, title, and interest, if any, in and to the Marks, together with the goodwill of the business associated therewith, all common law and statutory right, title and interest in the Marks, all rights of registration, maintenance, renewal and protection thereof, and all rights of recovery and of legal action for past infringements and of opposition and/or cancellation proceedings for protection of the Marks. Assignor hereby authorizes Assignee, its successors and assigns to the fullest extent permitted by applicable law, to file in its own name applications for trademark and/or service mark registration in the United States and in foreign countries in connection with the Marks, and to secure in its own name the registrations granted thereon.

IN WITNESS WHEREOF, Assignor has duly executed this trademark Assignment on this 23rd day of May, 2000.

COAST BUSINESS CREDIT, a division of SOUTHERN PACIFIC BANK

BY: 
NAME: _____
TITLE: _____

Exhibit A

TRANSFERRED ASSETS

1. Excepting only the trademarks set forth in Schedule 2 attached hereto (the "Excluded Marks"), all Granny Goose Foods, Inc. trademarks and related trademarks, registered and/or unregistered, including common law marks (in each case, including related words, logos, package design and trade dress), including without limitation the trademarks set forth in Schedule 1 attached hereto (all such trademarks, except the Excluded Marks, the "Marks");
2. Excepting only the trade names set forth in Schedule 2 attached hereto (the "Excluded Names"), all Granny Goose Foods, Inc. trade names and DBAs, including without limitation the trade name "Granny Goose", and all variations thereof (all such trade names, except the Excluded Names, the "Trade Names");
3. All trademark applications and registrations for the Marks in the U.S. Patent and Trademark Office and certain states of the United States and certain other countries, including without limitation the applications and registrations identified in Schedule 1 attached hereto;
4. All goodwill of the business symbolized by or associated with any of the Marks or the Trade Names;
5. The trademark files, including application and registration files relating to the Marks, and all rights and privileges relating thereto (including without limitation attorney-client privileges with respect to Granny Goose Foods, Inc. trademark counsel);
6. All design masters, films and plates, and other property embodying or used in making packaging or other items bearing any of the Marks or the Trade Names;
7. Any license or royalty rights, but no license or royalty obligations, arising from or relating to any of the Marks or the Trade Names;
8. All causes of action, choses in action, rights in litigation presently or hereafter pending for any cause or claim (whether in contract, tort or otherwise), and all judgments now or hereafter arising therefrom, in each case arising from or relating to claims based in any way upon any of the Marks or the Trade Names;
9. All corporate or other business records, customer lists, proprietary information, computer programs, inventions, designs, drawings, blueprints and plans, in each case arising from or relating to any of the Marks or the Trade Names or the associated goodwill (and, in each case, whether in paper, magnetic, electronic or other form, including discs, tapes and tape files), and including without limitation all Granny Goose Foods, Inc. customer lists and other data for the products sold under the Marks and the Trade Names; and
10. All other general intangibles in the nature of any of the foregoing embodying, relating to or arising out of any of the Marks or the Trade Names.

TRADEMARK
REEL: 002095 FRAME: 0263
TRADEMARK

REEL: 002843 FRAME: 0064

SCHEDULE 1

TRADEMARKS, INCLUDING BUT NOT
LIMITED TO TRADEMARK APPLICATIONS
AND TRADEMARK REGISTRATIONS
RELATING THERETO

| Trademark | Registration Number | Country |
|--|------------------------|----------------|
| Country Crisp | 1,341,158 | USA |
| Idaho Russ Chips | 1,501,143 | USA |
| 1- Place Flavor & Design | 1,532,129 | USA |
| Wendy's (reg. may be cancelled) | 1,829,879 | USA |
| Dippers (reg. has expired) | 666,096 | USA |
| Golden Delights | 1,877,187 | USA |
| Crunchi-O's (reg. has expired) | 1,009,220 | USA |
| Grandma Goodwin's (reg. has expired) | 1,005,372 | USA |
| La Famosa | 968,310 | USA |
| Clover Club | 1,549,338 | USA |
| Granny Goose | 991,462 | USA |
| El Dorado (reg. may be cancelled) | 1,001,441 | USA |
| El Dorado (reg. has been cancelled) | 1,567,404 | USA |
| Had Sanders' Clover Club & Design | 1,261,052 | USA |
| Red Seal (reg. has been cancelled) | 1,718,424 | USA |
| Granny Goose | 1,001,403 | USA |
| Granny Goose & Full Body Goose Design | 1,319,610 | USA |
| Franklin's | 1,200,377 | USA |
| Goose Head Cameo Design | 1,319,609 | USA |
| Chippies | 1,388,188 | USA |
| Comet | 1,000,000 | USA |
| Full Body Goose & Window Design | 1,001,602 | USA |
| FLAVOR DESTINATIONS (UNREGISTERED) | | |
| GRANNY GOOSE | 999,786 | USA |

| <u>Trademark</u> | <u>Registration Number</u> | <u>Country</u> |
|--|--------------------------------|-----------------------|
| The Whole Earth | 980,450 | USA |
| Granny Goose & Full Body Goose with Apron (and Sombrero) Design | 434,237 | USA |
| Whiffen Chips [reg. has expired] | 614,057 | USA |
| Granny Goose & Full Body Goose with Apron Design | 433,728 | USA |
| Piestas | 876,650 | USA |
| Head of Goose Design | 899,785 | USA |
| Not a Shake less Flavor & Design | 1,327,266 | USA |
| Overland Trail [reg. may be canceled] | 1,821,539 | USA |
| Krazy Korn | 767,659 | USA |
| Party Chips | 738,310 | USA |
| Riplets [reg. has expired] | 667,801 | USA |
| Laura Scudder's & Design | 912,759 | USA |
| Granny Goose Ripples & Design | 1,927,608 | USA |
| Betty Lou [reg. has expired] | 1,024,257 | USA |
| Mom's Old Fashioned | 1,840,724 | USA |
| Old San Francisco Style & Design | 1,408,774 | USA |
| Snaps | 705,655 | USA |
| Tom Sawyer & Design | 750,267 | USA |
| 50% Less Salt Not a Shake Less Flavor & Design | 1,332,461 | USA |
| Krazy Korn | 74382 | California |
| Krazy Korn | 94199 | California |
| Ripples | 70221 | California |
| Spudettes [reg. has expired] | 70271 | California |

| <u>Trademark</u> | <u>Registration Number</u> | <u>Country</u> |
|----------------------------------|--------------------------------|----------------|
| Ripples [reg. has expired] | 156121 | Hawaii |
| Chippers [reg. has expired] | No Number | Nevada |
| Crunchi-O's | SN 1852474 | Argentina |
| Crunchi-O's | SN 1875397 | Argentina |
| Crunchi-O's | 8575 | Bahrain |
| Granny Goose | 161.763 | Canada |
| Crunchi-O's | 328682 | Canada |
| Granny Goose | 88.961 | Costa Rica |
| Granny Goose Full Body Design | 173.714 | Columbia |
| Granny Goose | 708 of 1971 | Hong Kong |
| Granny Goose Full Body Design | 709 of 1971 | Hong Kong |
| Crunchi-O's | B1538/1982 | Hong Kong |
| Granny Goose | Pending | Indonesia |
| Granny Goose Full Body Design | Pending | Indonesia |
| Granny Goose | 850,566 | Japan |
| Granny Goose Full Body Design | Pending | Japan |
| Crunchi-O's | 10932 | Kuwait |
| Granny Goose Full Body Design | MA572093 | Malaysia |
| Ripples | MA572093 | Malaysia |
| Granny Goose | 425.136 | Mexico |
| Granny Goose Full Body Design | 501.585 | Mexico |
| Old San Francisco Style & Design | 48718975 | Mexico |
| Granny Goose | 36247 | Panama |
| Hawaiian Style Potato Chips | R-9247 | Panama |
| Potato Chips | R-9361 | Panama |
| Sour Cream & Onion Potato Chips | R-9346 | Panama |

| <u>Trademark</u> | <u>Registration Number</u> | <u>Country</u> |
|-------------------------------|----------------------------|----------------|
| Crunch-O's | 036373 | Panama |
| Granny Goose Full Body Design | 36245 | Panama |
| Granny Goose | 730,563 | P.R.C. |
| Granny Goose Full Body Design | 735,196 | P.R.C. |
| Ripples | 733,889 | P.R.C. |
| Ripples | 630,141 | P.R.C. Taiwan |
| Granny Goose | 382093 | Singapore |
| Granny Goose Full Body Design | 620587 | Singapore |
| Granny Goose | KOR37204 | Thailand |
| Granny Goose Full Body Design | 141571 | Thailand |
| Ripples | KOR 19430 | Thailand |

| Trademark | Reg. No. | Reg. Date | Country |
|----------------------------------|----------------------|---------------------|----------------|
| Country Crisp | 1,341,158 | 12/05/90 | |
| Idaho Rus Chips | 1,501,142 | 10/13/88 | |
| 1st Place Flavor & Design | 1,532,129 | 09/15/89 | |
| Moravia's | 438884 | 08/88 | |
| Dippers | 666,069 | 08/19/88 | |
| Golden Delights | APP No. 264,605 | Pending | |
| Cruschi-O's | 1,009,220 | 04/22/75 | |
| Grandin Goodwies | 1,095,372 | 07/04/78 | |
| La Tregua | 048,310 | 08/11/88 | |
| Clover Club | 1,540,338 | 07/25/89 | |
| El Dorado | 1,883,441 | 04/26/94 | |
| El Dorado | 1,889,486 | 11/21/88 | |
| Had Sanders Clover Club & Design | 1,261,052 | 12/13/83 | |
| Red Seal | 1,718,424 | 08/22/92 | |
| Granny Goose | 161,763 | 03/21/84 | Canada |
| Granny Goose | 730,563 | 02/21/95 | P.R.C. |
| Granny Goose | 88,941 | 10/24/94 | Costa Rica |
| Granny Goose | 708 of 1971 | 08/06/70 | Hong Kong |
| Granny Goose | Pending | 08/12/96 | Indonesia |
| Granny Goose | 850,566 | 03/25/70 | Japan |
| Granny Goose | 425,136 | 11/11/92 | Mexico |
| Granny Goose | 36247 | 01/14/86 | Panama |
| Granny Goose | 382093 | 05/21/93 | Singapore |
| Granny Goose | KOR37204 | 12/08/94 | Thailand |
| Granny Goose | 1001603 | 01/14/85 | USA |
| Granny Goose Full Body Design | 735,198 | 08/14/95 | P.R.C. |
| Granny Goose Full Body Design | 173,714 | 01/30/98 | Columbia |
| Granny Goose Full Body Design | 709 of 1971 | 08/08/70 | Hong Kong |
| Granny Goose Full Body Design | Pending | 06/12/98 | Indonesia |
| Granny Goose Full Body Design | Pending | | Japan |
| Granny Goose Full Body Design | MA572093 | 07/15/95 | Malaysia |
| Granny Goose Full Body Design | 901,585 | 08/29/95 | Mexico |
| Granny Goose Full Body Design | 36245 | 02/28/95 | Panama |
| Granny Goose Full Body Design | 620587 | 12/23/87 | Singapore |
| Granny Goose Full Body Design | 141571 | 12/19/69 | Thailand |
| Granny Goose Full Body Design | 1318610 | 02/21/85 | USA |
| Ripples | 733,889 | 03/07/95 | P.R.C. |
| Ripples | 630,141 | 02/01/94 | P.R.C. Taiwan |
| Ripples | MA572093 | 08/08/93 | Malaysia |
| Ripples | KOR19430 | 01/13/94 | Thailand |
| Old San Francisco Style & Design | 48718975 | 04/12/95 | Mexico |
| Hawaiian Style Potato Chips | R-9247 | 01/24/83 | Panama |
| Potato Chips | R-9341 | 02/22/83 | Panama |
| Sour Cream & Onion Potato Chips | R-9346 | 02/22/85 | Panama |
| Somedies | 1249411 | 08/23/83 | USA |
| Casno Goose Design | 1319609 | 02/22/83 | USA |
| Chippies | 1386188 | 09/11/86 | USA |
| Compuvia | 1584210 | 09/11/88 | USA |

| | | | |
|---|-------------------|---------------------|---------------------------|
| Crazy Goose & Window Design | 1001602 | 01/14/75 | USA |
| Crazy Goose with Apron | 434237 | 11/11/87 | USA |
| Crazy Goose and Design | 433728 | 10/28/87 | USA |
| Head of Goose Design | 199783 | 09/29/90 | USA |
| Krazy-Korn | 747689 | 03/31/88 | USA |
| Not a Shake less Flavor (Stylized) | 1327266 | 03/26/85 | USA |
| Overland Trail | 1812139 | 02/15/94 | USA |
| Party Clips | 738310 | 09/25/82 | USA |
| Ripples | 667801 | 09/30/78 | USA |
| Ripples Design | 1927808 | 10/17/95 | USA |
| SNAPS | 703633 | 10/11/60 | USA |
| Tom Sawyer & Design | 730267 | 05/22/63 | USA |
| 50% less salt not a shake less flavor design | 1332461 | 04/23/85 | USA |
| Krazy-Korn | 94189 | 11/08/79 | USA California |
| Ripples | 70221 | 05/22/93 | USA California |
| Spudettes | 70271 | 08/30/78 | USA California |
| Ripples | 156121 | 07/21/93 | USA Hawaii |
| Chippers | No Number | 12/14/94 | USA Nevada |

| Mark | Serial Registration No. | Filing/ Reg. Date | Country |
|-----------------|----------------------------|----------------------|-----------|
| Dippers | 666,096 | 8/19/78 | U.S. |
| Golden Delights | SN 264,605 | 4/10/92 Filed | U.S. |
| Cranchi-O's | 1,009,320 | 4/22/75 | U.S. |
| Cranchi-O's | SN 1832474 | 3/11/92 Filed | Argentina |
| Cranchi-O's | SN 1873397 | 4/12/93 Filed | Argentina |
| Cranchi-O's | 8575 | 7/28/84 | Bahama |
| Cranchi-O's | 728682 | 6/12/87 | Canada |
| Cranchi-O's | B1538/1982 | 7/9/80 | Hong Kong |
| Cranchi-O's | 10932 | 1/28/80 | Kuwait |
| Cranchi-O's | 036373 | 9/12/85 | Paraguay |

Schedule 2

EXCLUDED TRADEMARKS

| <u>Trademark</u> | <u>Registration Number</u> | <u>Country</u> |
|-----------------------------------|----------------------------|----------------|
| Mamacita's [reg. may be canceled] | 1,829,935 | USA |
| La Famous | 968,310 | USA |
| El Dorado [reg. may be canceled] | 1,833,441 | USA |
| El Dorados [reg. may be canceled] | 1,567,406 | USA |
| Bocaditos | 1,249,511 | USA |
| Compadres | 1,386,210 | USA |
| Fiestas | 876,659 | USA |
| Krazy Korn | 767,659 | USA |
| Padrinos and Design | 1,662,647 | USA |
| Krazy Korn | 74382 | California |
| Krazy Korn | 34199 | California |