

10-30-2003

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

RE



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

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

1. Name of conveying party(ies): Overhill L.C. Ventures, Inc.

10-27-03

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: July 29, 2003

2. Name and address of receiving party(ies)

Name: Overhill Farms, Inc. Internal Address:

Street Address: 2727 E. Vernon Ave.

City: Vernon State: CA Zip: 90058

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

B. Trademark Registration No.(s) 2,426,195

Additional number(s) attached Yes No

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

Name: John J. Arnott

Internal Address: Howison & Arnott, L.L.P.

Street Address: P.O. Box 741715

City: Dallas State: TX Zip: 75374-1715

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:

20-0780/OVER-26,081

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9. Signature.

John J. Arnott (39,095) Name of Person Signing

John J. Arnott Signature

10/24/03 Date

Total number of pages including cover sheet, attachments, and document: 3

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

TRADEMARK REEL: 002854 FRAME: 0113

TRADEMARK ASSIGNMENT

For good and valuable consideration, receipt of which is hereby acknowledged, OVERHILL L.C. VENTURES, INC., a Nevada Corporation, does hereby assign to OVERHILL FARMS, INC., a Nevada Corporation, having offices at 2727 E. Vernon Ave., Vernon, California 90058, its successors, assigns and legal representatives, the entire right, title and interest in and to the following United States Trademark Registration, together with the goodwill of the business symbolized by said mark, and the registration thereof.

<u>Registration No.</u>	<u>Registration Date</u>	<u>Mark</u>
2,426,195	Feb. 6, 2001	LATIN CRAVINGS

Signed at Dallas, Texas, U.S.A., this 29 day of July, 2003.

OVERHILL L.C. VENTURES, INC.

By: Richard A. Hornath
Name: RICHARD A. HORNATH
Title: SENIOR VICE PRESIDENT

State of Texas

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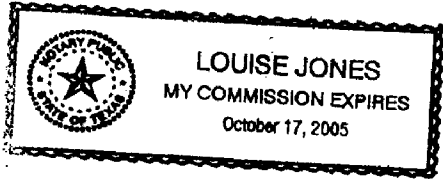
SS:

County of Dallas

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On this 29th day of July, 2003, personally appeared before me Richard A. Hornath, a duly appointed officer of OVERHILL L.C. VENTURES, INC., the assignor above named, and acknowledged that he/she executed the foregoing instrument on behalf of said Assignor.



Louise Jones
Notary Public

Printed or Typed Name of Notary Public

My Commission Expires: _____