

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Utz Quality Foods, Inc.		01/30/2004	CORPORATION: PENNSYLVANIA

RECEIVING PARTY DATA

Name:	Rice Investments, LP
Street Address:	900 High Street
City:	Hanover
State/Country:	PENNSYLVANIA
Postal Code:	17331
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	2249032	FUN TIME SNACKS
Registration Number:	1515592	GRANDMA UTZ'S
Registration Number:	1837987	HANOVER HOME BRAND
Registration Number:	1699902	MYSTIC CHIPS
Registration Number:	1795156	THE CRAB CHIP
Registration Number:	878317	UTZ
Registration Number:	1799543	UTZ PRETZEL BARREL
Registration Number:	1878810	UTZ PRETZEL JUG
Registration Number:	2258148	UTZ YES!
Registration Number:	751404	UTZ

CORRESPONDENCE DATA

Fax Number: (202)756-8087
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 202-756-8000
 Email: mfrageoni@mwe.com

CH \$265.00 2249032

Correspondent Name: McDermott Will & Emery LLP
Address Line 1: 600 Thirteenth Street, N.W.
Address Line 2: Richard Y. Kim, Esq.
Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER:

13081-011

NAME OF SUBMITTER:

Richard Y. Kim, Esq.

Total Attachments: 1
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TRADEMARK ASSIGNMENT

WHEREAS, Utz Quality Foods, Inc., a Pennsylvania corporation with a principal place of business at 900 High Street, Hanover, PA 17331 ("Assignor"), has adopted, owns and is using the following trademarks for which Assignor owns the following identified federal registrations on the Principal Register of the United States Patent and Trademark Office for the goods and services identified therein (collectively, the "Marks"):

Registration No.	Trademark
2,249,032	FUN TIME SNACKS
1,515,592	GRANDMA UTZ'S
1,837,987	HANOVER HOME BRAND
1,699,902	MYSTIC CHIPS
1,795,156	THE CRAB CHIP
878,317	UTZ
1,799,543	UTZ PRETZEL BARREL
1,878,810	UTZ PRETZEL JUG
2,258,148	UTZ YES!
751,404	UTZ'S & Design (with Girl & Bag)

WHEREAS, Rice Investments, LP, a Delaware limited partnership with a principal place of business at 900 High Street, Hanover, PA 17331 ("Assignee"), is desirous of acquiring the Marks, together with the goodwill of the business symbolized by the Marks and the above-referenced registrations thereof; and

WHEREAS, pursuant to an "Intellectual Property Assignment" between the parties, dated January 30, 2004, Assignor has agreed to assign various intellectual property, including the Marks, to Assignee, along with the goodwill of the business symbolized by the Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in, to and under the Marks, together with the goodwill of the business symbolized by the Marks, and the registrations thereof.

UTZ QUALITY FOODS, INC.

By: 

Name: _____

Title: _____

Dated effective as of: January 30, 2004

EXHIBIT B TO INTELLECTUAL PROPERTY ASSIGNMENT

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