

Form PTO-1594 (Rev. 06/04)  
OMB Collection 0651-0027 (exp. 6/30/2005)

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

### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

**1. Name of conveying party(ies)/Execution Date(s):**

The Schwan Food Company

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

Citizenship (see guidelines)

Execution Date(s) April 25, 2003

Additional names of conveying parties attached?  Yes  No

**3. Nature of conveyance:**

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

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

Additional names, addresses, or citizenship attached?  Yes  No

Name: Schwans IP, LLC

Internal Address:

Street Address: 115 W. College Dr.

City: Marshall

State: MN

Country: USA Zip: 56258

- Association Citizenship
- General Partnership Citizenship
- Limited Partnership Citizenship
- Corporation Citizenship
- Other LLC Citizenship MN

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)

**4. Application number(s) or registration number(s) and identification or description of the Trademark.**

A. Trademark Application No. (s)

76/442,415 ; 75/553,528

B. Trademark Registration No. (s)

2198604

Additional sheet(s) attached?  Yes  No

**C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):**

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

Name: Melanie J. Gilbert

Internal Address:

Street Address: 115 W. College Dr.

City: Marshall

State: MN Zip: 56258

Phone Number: (507) 537-8191

Fax Number: (507) 537-5239

Email Address: melanie.gilbert@schwans.com

**6. Total number of applications and registrations involved:**

33

**7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 840.00**

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

**8. Payment Information: 473077000261**

a. Credit Card Last 4 Numbers 5570  
Expiration Date 02/07

b. Deposit Account Number \_\_\_\_\_  
Authorized User Name \_\_\_\_\_

9. Signature: Melanie Gilbert

Signature

10/29/04

Date

Melanie J. Gilbert

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 18

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

**ADDITIONAL TRADEMARK REGISTRATION NUMBERS**

- 1,226,794
- 1,249,177
- 1,293,087
- 789,525
- 786,887
- 791,923
- 1,276,935
- 1,276,937
- 1,696,347
- 1,034,002
- 1,359,506
- 2,228,766
- 2,077,415
- 653,166
- 1,784,321
- 1,897,641
- 1,254,661
- 1,079,974
- 2,113,973
- 2,184,100
- 1,243,003
- 1,332,457
- 2,111,642
- 2,052,338
- 2,054,600
- 2,043,301
- 2,515,733
- 2,067,831
- 2,541,573
- 0,817,477

10/20/2004  
700124372

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- Corporation-State (of Minnesota)
- Other
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- Limited Partnership

Citizenship (see guidelines)

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

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Additional names, addresses, or citizenship attached?  Yes  No

Name: Schwans IP, LLC

Internal

Address:

Street Address: 115 W. College Drive

City: Marshall

State: MN

Country: USA

Zip: 56058

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other LLC

Citizenship MN  
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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

76/442,415; 75/555,538

B. Trademark Registration No.(s)

21981664

Additional sheet(s) attached?  Yes  No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: Melanie J. Gilbert

Internal Address:

Street Address: 115 W. College Drive

City: Marshall

State: MN Zip: 56058

Phone Number: 507/537-8191

Fax Number: 507/537-5239

Email Address: melanie.gilbert@schwans.com

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Expiration Date 06/07

b. Deposit Account Number

Authorized User Name

9. Signature:

Melanie J. Gilbert  
Signature

10-20-04  
Date

Melanie J. Gilbert  
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 17

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## TRADEMARK ASSIGNMENT AGREEMENT

WHEREAS, THE SCHWAN FOOD COMPANY, a Minnesota corporation having its principal place of business at 115 West College Drive, Marshall, MN 56258 (hereinafter "ASSIGNOR"), acquired all right, title and interest in the trademarks, trade names, service marks, designs and logos, and applications or registrations for such trademarks, trade names, service marks, designs, logos characters and personas described on Exhibit A hereto and incorporated in this assignment by this reference (collectively, the "Trademarks"), and

WHEREAS, SCHWAN'S IP, LLC, a Minnesota limited liability company having its principal place of business at 115 West College Drive, Marshall, MN 56258 (hereinafter "ASSIGNEE"), is desirous of obtaining the entire right, title and interest in, to and under the Trademarks;

1. NOW, THEREFORE, effective April 25, 2003, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR does hereby assign, transfer, convey and set over, nunc pro tunc, unto the said ASSIGNEE, for its own use and benefit, and for the use and benefit of its successors, legal representatives and assigns, the entire right, title and interest of ASSIGNOR in and to the Trademarks (which shall include, without limitation, all applications for registration pending before the United States Patent and Trademark Office) and the exclusive right to bring and maintain actions for, and to settle, release, and compromise claims for, past, present and future actions or occurrences related to the Trademarks, including, but not limited to, actions for trademark infringement, dilution or unfair competition.

2. ASSIGNOR further does hereby assign, transfer convey and set over unto the ASSIGNEE for its own use and benefit, and for the use and benefit of its successors, legal representatives and assigns, the entire right, title and interest of ASSIGNOR in and to the goodwill of the Trademarks and of ASSIGNOR'S business connected with the use thereof and symbolized by the Trademarks, effective April 25, 2003.

3. ASSIGNOR agrees that, upon request and without further consideration, it will sign all lawful papers, make all rightful oaths and generally provide such assistance as may be reasonably requested by ASSIGNEE in perfecting the recording title to the Trademarks. ASSIGNEE shall bear all responsibility and expense for preparing all additional instruments of assignment or transfer, recording any such instruments of assignment or transfer, and any fee or tax levied thereon, and ASSIGNEE shall bear all prosecution and maintenance costs incurred with respect to the Trademarks, after the date of this Agreement.

4. Except as otherwise expressly provided herein, no obligation is hereby assumed by either ASSIGNOR or ASSIGNEE to maintain, prosecute, enforce or litigate, file assert or defend the Trademarks.

RIGHTFAX

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PAGE 008/010

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IN WITNESS WHEREOF, ASSIGNOR has caused this instrument to be signed by its  
duly authorized representative.

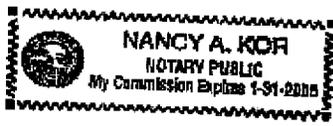
ASSIGNOR:  
THE SCHWAN FOOD COMPANY

By: [Signature]  
Name: David M. Haskach  
Title: Secretary  
Date Signed: 10-14-04

State of Minnesota )  
                          )  
County of Lyon      )

On this 14<sup>th</sup> of October, 2004, before me personally appeared  
the person described in and who executed the foregoing instrument, and being first duly sworn,  
stated that s/he had authority to sign the above Agreement, on his/her Company's behalf and that  
s/he did so of his/her free will, and s/he duly acknowledged to me that s/he executed the same for  
the uses and purposes therein set forth.

Nancy A. Kor  
Notary Public



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10/19/04 9:31 PAGE 007/016 Fax Server

**EXHIBIT A  
TO  
TRADEMARK ASSIGNMENT AGREEMENT**

**UNITED STATES REGISTRATIONS**

<i>Trademark</i>	<i>Registration</i>	<i>Int'l Class(es)</i>	<i>Description of Goods</i>	<i>Registration Date</i>	<i>Expiration Date</i>
BATTER MAGIC	1,226,794	29	Batter coated frozen and canned vegetables, namely cauliflower, zucchini, squash and mushrooms	02/08/83	02/08/03
FROM THE HEART OF THE SWEET POTATO and design	1,249,177	29	Yam patties	08/23/83	08/23/03
KWIK-BAKE	1,293,087	30	Pre-baked, frozen breads and rolls	09/04/84	09/04/04
MIRACLE BAKE	789,525	6	Pie plates containing packaged frozen pies ready for baking	05/18/65	5/18/05
MRS. SMITH'S	786,887	30	Bakery products - names, frozen pies	03/16/65	03/16/05
MRS. SMITH'S AND DESIGN	791,923	30	Bakery Products - names, frozen pies, cakes and pretzels	06/29/65	06/29/05
MRS. SMITH'S and Design	1,276,935	30	Bakery goods, frozen pies	05/08/84	05/08/04
MRS. SMITH'S	1,276,937	29	Vegetable based non- dairy whipped toppings	05/08/84	05/08/04
MRS. SMITH'S (Stylized Letters)	1,696,347	30	Bakery Products, namely pies	06/23/92	06/23/12
OREGON FARMS	1,034,002	30	Frozen Bakery Products	02/17/76	02/17/06
OREGON FARMS and Design	1,359,506	30	Frozen bakery goods	09/10/85	09/10/05
ORONOQUE	2,228,766	30	Frozen pie crusts	03/02/99	03/02/09

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<i>Trademark</i>	<i>Registration</i>	<i>Int'l Class(es)</i>	<i>Description of Goods</i>	<i>Registration Date</i>	<i>Expiration Date</i>
ORCHARDS and Design					
PET RITZ	2,077,415	30	Frozen unfilled pie shells; Frozen unfilled tart shells	07/08/97	07/08/07
PET RITZ,	653,166	30	Frozen fruit and berry pies	10/15/57	10/15/07
PIES, INC. and Design	1,784,321	30	Bakery products; Namely, pies and cobblers	07/27/93	07/27/03
POUR-A-QUICHE	1,897,641	29	Dairy based quiche filling mixture	06/06/95	06/06/05
PREMIUM PAK and Design	1,254,661	29	Frozen vegetables, Namely, Irish potatoes, stew vegetables, international vegetables, turnip greens, speckled butter beans, green beans, southern peas, okra, squash, carrots, broccoli and cauliflower	10/18/83	10/18/03
STILWELL and Design	1,079,974	29 and 30	Class 29 – Frozen fruits and vegetables and canned vegetables. Class 30 – Frozen bakery goods and frozen hush puppies	12/20/77	12/20/07
STILWELL	2,113,973	29 and 30	Class 29 – Breaded and battered vegetables. Class 30 – Pie shells and cobblers	11/18/97	11/18/07
STILWELL	2,184,100	29 and 30	Class 29 – Frozen fruits, frozen vegetables, processed vegetables, batter mozzarella sticks. Class 30 – Frozen bakery goods and frozen hush puppies	08/25/98	08/25/08
SUNBELT	1,243,003	29	Frozen vegetables, namely turnip greens	06/21/83	06/21/03

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10/18/04 9:51 PAGE 008/018 FAX SERVER

<i>Trademark</i>	<i>Registration</i>	<i>Int'l Class(es)</i>	<i>Description of Goods</i>	<i>Registration Date</i>	<i>Expiration Date</i>
THRIFTY HOUSE and Design	1,332,457	29 and 30	Class 29 - Frozen fruits and vegetables, namely, blackberries, melon balls, cherries, strawberries, blueberries, peaches, broccoli, Brussels, sprouts, cauliflower, collards, beans, peas, spinach, mixed vegetables, breaded vegetables, such as okra, mushrooms and squash. Class 30 - Bread and sweet bakery goods.	04/23/85	04/23/05
TOP OF THE TREE BAKING COMPANY	2,111,642	30	Baked goods, namely apple pies	11/11/97	11/11/07
EAT MO' PIE!	2,198,664	30	Pies	10/20/98	10/20/08
MADE MY GREAT GRANDMA'S WAY!	2,052,338	30	Baked goods, namely apple pies	04/15/97	04/15/07
GORDON'S TOP OF THE TREE APPLE PIES	2,054,600	30	Baked goods, namely apple pies	04/22/92	04/22/07
TOP OF THE TREE GORDON'S APPLE PIES	2,043,301	30	Baked goods, namely apple pies	03/11/97	03/11/07
MRS. SMITH'S A BAKERY FULL OF SOLUTIONS	2,515,733	30	Bakery products	12/04/01	12/04/11
THE TASTE THAT TAKES YOU HOME	2,067,831	30	Pies	06/03/97	06/03/07

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<i>Trademark</i>	<i>Registration</i>	<i>Int'l Class(es)</i>	<i>Description of Goods</i>	<i>Registration Date</i>	<i>Expiration Date</i>
U BAKERY & Design	2,541,573	16 and 41	Printed instructional material related to use of bakery products and desserts for the restaurant, hospitality and food service industries; educational services, namely providing instructional classes, seminars, conferences, workshops related to use of bakery products and desserts for the restaurant, hospitality and food service industries	02/19/02	02/19/12
MELLO-RICH	0,817,477	30	Bakery products, namely, fruit cream, custard, cheese, and mince pies	10/25/66	10/25/06

**UNITED STATES TRADEMARK APPLICATIONS**

U.S. Ser. No. 76/442,415 filed on August 22, 2002, for the mark MRS. SMITH'S GRAND FINALES for "pies, cakes and frozen desserts."

U.S. Ser. No. 75/553,538 filed on September 16, 1998 for the mark MRS. SMITH'S TOASTER BAKERY for "frozen pastries."

**CANADIAN TRADEMARK REGISTRATIONS**

<i>Trademark</i>	<i>Registration</i>	<i>Int'l Class(es)</i>	<i>Description of Goods</i>	<i>Registration Date</i>	<i>Expiration Date</i>
FARM SCENE and Design	TMA367823	29 and 30	Soups and cakes	04/20/90	04/20/05
MRS. SMITH'S and Design	TMA163593	30	Bakery goods, namely pies, cakes and pretzels	06/27/69	06/27/14
MRS. SMITH'S	TMA242933	30	Bakery goods, namely pies, cakes and pretzels	04/11/80	04/11/10
MRS. SMITH'S and Design	TMA333566	30	Frozen Pies	10/30/87	10/30/02
MRS. SMITH'S and Design	TMA333714	30	Frozen Pies	10/30/87	10/30/02
MRS. SMITH'S and Design	TMA336319	30	Frozen Pies	01/22/88	01/22/03
MRS. SMITH'S and Design	TMA336320	30	Frozen Pies	01/22/88	01/22/03
MRS. SMITH'S and Design	TMA336321	30	Frozen Pies	01/22/88	01/22/03
MRS. SMITH'S and Design	TMA336322	30	Frozen Pies	01/22/88	01/22/03
MRS. SMITH'S and Design	TMA336323	30	Frozen Pies	01/22/88	01/22/03
MRS. SMITH'S and Design	TMA336324	30	Frozen Pies	01/22/88	01/22/03
MRS. SMITH'S and Design	TMA336325	30	Frozen Pies	01/22/88	01/22/03
MRS. SMITH'S and Design	TMA336326	30	Frozen Pies	01/22/88	01/22/03
MRS. SMITH'S and Design	TMA411813	30	Frozen Pies	04/30/93	04/30/08
MRS. SMITH'S Pie In Minutes	TMA319874	30	Food products, namely pies	10/24/86	10/24/16
OREGON FARMS	TMA381607	29 and 30	Soups and cakes	03/15/91	03/15/06
STILWELL	TMA492645	29	Frozen fruits, namely blackberries, cherries, peaches, strawberries and blueberries	04/08/98	04/08/13

11/18/04

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**OTHER FOREIGN TRADEMARK REGISTRATIONS**

<i>Trademark</i>	<i>Registration</i>	<i>Int'l Class(es)</i>	<i>Description of Goods</i>	<i>Registration Date</i>	<i>Expiration Date</i>
MRS. SMITH'S	978486; Community Trademark	16, 29 and 30	Paper, cardboard and goods made from these materials, not included in other classes; printed matter bookbinding material; photographs; stationery; adhesives for stationery or household purpose; artist materials; paint brushes; typewriters and office requisites (except furniture); instructional and teaching material (except apparatus); plastic materials for packaging (not included in other classes); playing cards; printers' type; printing blocks; publications and printed matter; namely, booklets, pamphlets, leaflets and brochures concerning the company's products; meat, fish, poultry and game; meat extracts; preserved, dried and cooked fruits and vegetables; jellies, jams, fruit sauces, eggs, milk and milk products; edible oils and fats; vegetable oil-based non-dairy whipping topping, excluding salty	Last Full Publication - 08/16/99	11/05/08

			snacks; coffee, tea, cocoa, sugar, rice, tapioca, sago, artificial coffee; flour and preparations made from cereals, bread pastry and confectionery not being candy; ices not being candy; honey, treacle; yeast, baking powder; salt, mustard; vinegar, sauces (condiments); spices; ice; bakery goods; frozen pies; cakes, quiche and crepes with and without meat; excluding salty snacks		
OREGON FARMS	2719143; Japan	5, 29, 30, 31, 32	All goods in each class	01/31/97	01/31/07
STILWELL	2612991; Japan	5, 29, 30, 31, 32	All goods in each class	12/24/93	12/14/03
MRS. SMITH'S and Design	B1133922; U.K.	29	Frozen foodstuffs included in Class 29, but not including frozen foodstuffs consisting wholly or principally of potatoes	Application Date - 05/17/80	05/17/11
MRS. SMITH'S and Design	B1133923; U.K.	30	Frozen food stuffs included in Class 30, but not including potato based products	Application Date - 05/17/80	05/17/11
MRS. SMITH'S and Design	1178651; U.K.	29	Frozen food stuffs included in Class 29, but not including frozen food stuffs consisting wholly or principally of potatoes	Application Date - 05/17/80	05/17/11
MRS. SMITH'S and Design	1178652; U.K.	30	Frozen foodstuffs included in Class 30	Application Date - 07/16/82	07/16/03

<i>Trademark</i>	<i>Registration</i>	<i>Int'l Class(es)</i>	<i>Description of Goods</i>	<i>Registration Date</i>	<i>Expiration Date</i>
MRS. SMITH'S & Design	660,969; Mexico	29	Coffee, tea, cocoa, sugar, rice, tapioca, starch, products made of coffee; flours and mixtures made with cereals, bread, sweets, cakes, ice creams; honey, molasses, syrup; yeast; powders; salt, mustard; vinegar; sauces (seasoning); herbs, ice; in particular products to bake pies, cakes and pasta	06/27/00	06/27/10
POUR-A- QUICHE	483,950; Mexico	30	Meat, fish, poultry and hunting meat; meat extract; preserved, dried and cooked fruit and vegetables; jellies, jam; eggs, milk and dairy products; cooking oils and fats; dressings for salads; preserved foods	02/09/95	02/09/05

**UNREGISTERED TRADEMARKS**

- OOOO-LA-LA
- GORDON'S TOP OF THE TREE APPLESAUCE
- TOP OF THE TREE GORDON'S APPLESAUCE
- GORDON'S APPLESAUCE
- GRAND FINALES
- ITS HIP TO FLIP
- FLIP-IT CAKES
- TASTEFUL INTERLUDES
- SENSATIONAL SEASONS
- MAKE IT SPECIAL
- YES, IT'S THAT GOOD

**CHARACTERS AND PERSONAS**

- THE PIE GUY
- GORDON THE 6-FOOT 9-INCH PIE GUY
- GORDON THE PIE GUY
- GORDON THE PIEMAN