

**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
SB NY Inc.		09/12/2004	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Megargy Rt., Pustazamor (Hungary) Zug Branch of Megargy Licencia Hasznosito Reszvenytarsasag
Street Address:	Dammstrasse 19
City:	6301 Zug
State/Country:	SWITZERLAND
Entity Type:	COMPANY: HUNGARY

PROPERTY NUMBERS Total: 5		
Property Type	Number	Word Mark
Registration Number:	1265871	D'ITALIANO
Registration Number:	1733390	D'ITALIANO REAL ITALIAN BREAD
Registration Number:	0968304	DUTCH COUNTRY
Registration Number:	1246101	FRESH MAID
Registration Number:	1655695	MAIER'S

CORRESPONDENCE DATA	
Fax Number:	(312)706-9000
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	312-701-8601
Email:	lasmith@mayerbrownrowe.com
Correspondent Name:	Deborah Schavey Ruff
Address Line 1:	P.O. Box 2828
Address Line 2:	Mayer, Brown, Rowe & Maw LLP
Address Line 4:	Chicago, ILLINOIS 60690-2828

ATTORNEY DOCKET NUMBER:	07688/03208653
-------------------------	----------------

DOMESTIC REPRESENTATIVE	
-------------------------	--

OP \$140.00 1265871

Name:

Address Line 1:

Address Line 2:

Address Line 3:

Address Line 4:

NAME OF SUBMITTER:

Deborah Schavey Ruff

Total Attachments: 3

source=03208653\_Page\_1#page1.tif

source=03208653\_Page\_2#page1.tif

source=03208653\_Page\_3#page1.tif

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (the "Assignment") is made as of this 12<sup>th</sup> day of September, 2004, by and between SB NY Inc., a Delaware corporation ("Assignor"), and Megargy Rt., Pustazamor (Hungary) Zug Branch of Megargy Licencia Hasznosító Részvénytársaság, a company organized under the laws of Hungary ("Assignee").

WHEREAS, Assignor and Assignee are parties to an Asset Purchase Agreement (the "Agreement"), dated as of the date hereof, pursuant to which Assignee has purchased from Assignor the United States trademark registrations identified and set forth on Schedule 1 attached hereto and incorporated herewith (collectively, the "Marks"), and the goodwill of the business associated therewith; and

WHEREAS, Assignee wishes to acquire all of Assignor's right, title and interests in and to the Marks, together with the goodwill of the business in connection with which the Marks are used;

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign, transfer and convey to Assignee all of Assignor's right, title and interest in and to said Marks, all registrations and applications thereof, all rights derived from or associated with the use of the Marks by Assignor, together with the goodwill of the business symbolized by said Marks, and the right to sue for past, present and future infringements or dilution of or damage to the Marks and the right to collect and own any monetary or other damages as a result thereof.

Assignor further agrees that, without further consideration, it will cause to be performed such other lawful acts, and to be executed such further assignments and other lawful documents, as Assignee may, from time to time, reasonably request to effect fully this Assignment and to permit Assignee to be duly recorded as the registered owner of the Marks in the United States.

CHD001 1228557 01918070

Assignee shall be responsible for all fees for recordation of this Assignment and Assignor agrees to cooperate fully with Assignee to accomplish such recordation.

This Trademark Assignment may be executed in counterparts, each of which shall be an original, but all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF the parties have caused this Trademark Assignment to be executed by their duly authorized representatives as of the date first above written.

**SB NY Inc.**

By: [Signature]  
Name: Richard M. Lee, Jr.  
Title: Vice-President, Taxation

By: [Signature]  
Name: Charles H. Wolfjen  
Title: Vice-President

**Megargy Licencia Hasznosító Részvénytársaság**

By: [Signature]  
Name: [Signature]  
Title: [Signature]

By: [Signature]  
Name: GYÖRGI KÁRTYÁN  
Title: DIRECTOR

CHDB01 1228557 01928070

**Schedule 1**

<u>Trademark</u>	<u>Registration No.</u>
D'ITALIANO	1,265,871 1/31/84
D'ITALIANO REAL ITALIAN BREAD AND DESIGN	1,733,390 11/17/92
DUTCH COUNTRY (STYLIZED)	0,968,304 9/11/1973
FRESH MAID	1,246,101 7/19/1983
MAIER'S AND DESIGN	1,655,695 9/3/1991

C140001 122857 01938079