

TRADEMARK ASSIGNMENT

Electronic Version v1.1

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SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Dean Intellectual Property Services II, L.P.		01/31/2005	LIMITED PARTNERSHIP: DELAWARE

RECEIVING PARTY DATA

Name:	Dean Specialty Intellectual Property Services, L.P.
Composed Of:	COMPOSED OF DIPS GP II, Inc., a Delaware Corporation, its General Partner
Street Address:	2515 McKinney Avenue
Internal Address:	Suite 1200
City:	Dallas
State/Country:	TEXAS
Postal Code:	75201
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	2229399	BONUS
Registration Number:	864618	
Registration Number:	2203015	CUSTOM CREMRE
Registration Number:	1562399	FLAVOR CHARM
Registration Number:	1350868	OLE
Registration Number:	1070721	POTATO KING
Registration Number:	1461202	PUDDING PLUS

CORRESPONDENCE DATA

Fax Number: (214)721-1275

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 2143033411

Email: tms@deanfoods.com

TRADEMARK

REEL: 003019 FRAME: 0045

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Correspondent Name: Bridget Griffin Johnson
Address Line 1: 2515 McKinney Avenue
Address Line 2: Suite 1200
Address Line 4: Dallas, TEXAS 75201

NAME OF SUBMITTER:	Jackie Gwinn
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Signature:	/jackie gwinn/
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Date:	01/31/2005
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Total Attachments: 3
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TRADEMARK ASSIGNMENT

This Trademark Assignment is by and between Dean Intellectual Property Services II, L.P. a Delaware Limited Partnership, by its General Partner DIPS GP II, Inc., a Delaware corporation having an address of 2515 McKinney Avenue, Suite 1200, Dallas, TX 75201, ("Assignor") and Dean Specialty Intellectual Property Services, L.P., a Delaware Limited Partnership having an address of 2515 McKinney Avenue, Suite 1200, Dallas, TX 75201 ("Assignee"):

WHEREAS, Assignor is the owner of all right, title and interest in and to the domestic marks set forth on Exhibit A attached hereto (hereafter the "Marks") and the related trademark registrations; and

WHEREAS, Assignee desires to acquire all right, title and interest in and to the Marks, as a successor to the business of Assignor, or portion thereof, to which the Marks pertain and which business is ongoing and existing.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby grant, assign and set over to Assignee, its successors, assigns and legal representatives, the entire right, title and interest in and to the Marks and the registrations therefor, together with the goodwill of the business symbolized by the Marks throughout the world;

Assignor also assigns unto Assignee all claims for damages by reason of infringement prior to the assignment date of the Marks throughout the world, with the right to sue for and collect the same for its own use and benefit, and for the use and benefit of its successors, assigns and other legal representatives.

IN WITNESS WHEREOF, Assignor has caused this Trademark Assignment to be duly executed in a manner appropriate thereto, effective as of January 31, 2005.

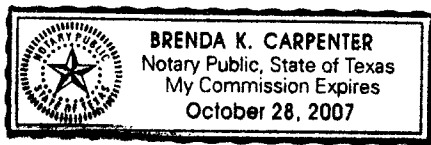
DEAN INTELLECTUAL PROPERTY
SERVICES II, L.P.

By DIPS GP II, Inc., its General Partner

By: Bridget G. Johnson
Name: Bridget G. Johnson
Title: President

THE STATE OF TEXAS §
 §
COUNTY OF DALLAS §

On this 31st day of January, 2005, before me personally appeared Bridget G. Johnson, who being by me duly sworn did depose and say that she is President of DIPS GP II, Inc., General Partner of Dean Intellectual Property Services II, L.P., the corporation described in and which executed the foregoing Assignment; that she was authorized to sign the Assignment; and that she signed the foregoing Assignment as a free act on behalf of said corporation.



Brenda K Carpenter

Brenda K. Carpenter, Notary Public

EXHIBIT A

U.S. Trademark Registrations

Mark	Registration No.	Registration Date
BONUS	2,229,399	March 2, 1999
CROWN design	864,618	February 4, 1969
CUSTOM CRÈME	2,203,015	November 10, 1998
FLAVOR CHARM	1,562,399	October 24, 1989
OLE (Stylized)	1,350,868	July 23, 1985
POTATO KING	1,070,721	August 2, 1977
PUDDING PLUS	1,461,202	October 13, 1987