

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective Assignment to correct the omission of a registration from a previously recorded assignment. Please include registration number 354,723 previously recorded on Reel 002393 Frame 510. Assignor(s) hereby confirms the assignment of this registration from Northland Cranberries, Inc. to NCI Foods, LLC.

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Northland Cranberries, Inc.		06/04/1999	CORPORATION: WISCONSIN

RECEIVING PARTY DATA

Name:	NCI Foods, LLC
Street Address:	800 First Avenue South
City:	Wisconsin Rapids
State/Country:	WISCONSIN
Postal Code:	54495
Entity Type:	Limited Liability Corporation: WISCONSIN

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	354723	TREESWEET

CORRESPONDENCE DATA

Fax Number: (414)297-4900
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (414) 297-5723
 Email: ptomailmilwaukee@foley.com
 Correspondent Name: Richard J. McKenna
 Address Line 1: 777 East Wisconsin Avenue
 Address Line 2: Foley & Lardner LLP
 Address Line 4: Milwaukee, WISCONSIN 53202-5306

NAME OF SUBMITTER:	Jill M. Schenk
Signature:	/JMS/

CH \$40.00 354723

Date:

02/08/2005

Total Attachments: 8

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RJMK-JOAS

UNITED STATES
PATENT AND
TRADEMARK OFFICE

JANUARY 10, 2002

PTAS

Chief Financial Officer and Chief Administrative Officer
Washington, DC 20231
www.uspto.gov

FOLEY & LARDNER
RICHARD J. MCKENNA
777 E. WISCONSIN AVE.
MILWAUKEE, WI 53202



101892275A

UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 10/31/2001

REEL/FRAME: 002393/0510
NUMBER OF PAGES: 5

BRIEF: ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

ASSIGNOR:
NORTHLAND CRANBERRIES, INC.

DOC DATE: 06/04/1999
CITIZENSHIP: WISCONSIN
ENTITY: CORPORATION

ASSIGNEE:
NCI FOODS, LLC
800 FIRST AVENUE SOUTH
WISCONSIN RAPIDS, WISCONSIN 54495

CITIZENSHIP: WISCONSIN
ENTITY: CORPORATION

APPLICATION NUMBER: 74218306
REGISTRATION NUMBER: 1716286

FILING DATE: 11/04/1991
ISSUE DATE: 09/15/1992

15257/194

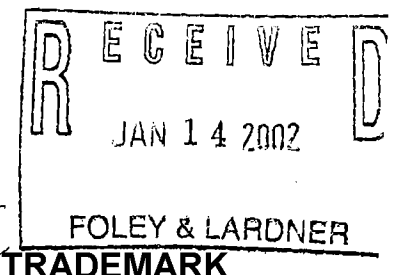
MARK: AWAKE
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 72429183
REGISTRATION NUMBER: 0961653

FILING DATE: 07/05/1972
ISSUE DATE: 06/19/1973

195

MARK: ORANGE PLUS
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM



REEL: 003024 FRAME: 0211

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196
APPLICATION NUMBER: 72016285
REGISTRATION NUMBER: 0656892

FILING DATE: 09/24/1956
ISSUE DATE: 01/07/1958

MARK: TREESWEET
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

?
APPLICATION NUMBER: 80354892
REGISTRATION NUMBER: 0354892

FILING DATE:
ISSUE DATE:

MARK:
DRAWING TYPE:

198
APPLICATION NUMBER: 71442738
REGISTRATION NUMBER: 0390633

FILING DATE: 04/18/1941
ISSUE DATE: 09/30/1941

MARK: TREESWEET
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

199
APPLICATION NUMBER: 71442737
REGISTRATION NUMBER: 0390947

FILING DATE: 04/18/1941
ISSUE DATE: 10/14/1941

MARK: TREESWEET
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

200
APPLICATION NUMBER: 71444022
REGISTRATION NUMBER: 0391646

FILING DATE: 05/28/1941
ISSUE DATE: 11/18/1941

MARK: TREESWEET
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

201
APPLICATION NUMBER: 74546389
REGISTRATION NUMBER: 1986535

FILING DATE: 07/06/1994
ISSUE DATE: 07/16/1996

MARK: ORIGINAL TREE SWEET
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

202
APPLICATION NUMBER: 72213518
REGISTRATION NUMBER: 0805698

FILING DATE: 03/08/1965
ISSUE DATE: 03/15/1966

MARK: PONCHO PUNCH
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

203
APPLICATION NUMBER: 73506713
REGISTRATION NUMBER: 1357034

FILING DATE: 11/01/1984
ISSUE DATE: 08/27/1985

MARK: RUBY RED
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

JACQUELINE MOORE, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

TRADEMARK
REEL: 003024 FRAME: 0212

11-05-2001



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

101892275 TRADEMARKS ONLY

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

Tab settings

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

1. Name of conveying party(ies):

Northland Cranberries, Inc.

- Individual(s)
General Partnership
Corporation-State
Other

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

3. Nature of conveyance:

- Assignment
Security Agreement
Other
Merger
Change of Name

Execution Date: June 4, 1999

2. Name and address of receiving party(ies)

Name: NCI Foods, LLC

Internal

Address:

Street Address: 800 First Avenue South

City: Wisconsin Rapids State: WI Zip: 54495

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
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)

See attached Exhibit A

Additional number(s) attached Yes No

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

Name: Richard J. McKenna

Internal Address: C/O Foley & Lardner

Street Address: 777 E. Wisconsin Ave.

City: Milwaukee State: WI Zip: 53202

6. Total number of applications and registrations involved: 10

7. Total fee (37 CFR 3.41): \$ 250.00

- Enclosed
Authorized to be charged to deposit account

8. Deposit account number:

06-1447

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

John A. Scotello, Paraprofessional

Name of Person Signing

Signature

10/30/01

Date

Total number of pages including cover sheet, attachments, and document: 5

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

11/02/2001 6TGN11 00000085 061447 1716286

01 FC:481 40.00 DP
02 FC:482 15.00 CH 210.00 DP

TRADEMARK REEL: 003024 FRAME: 0213

EXHIBIT A

NORTHLAND CRANBERRIES, INC.
NCI FOODS, LLC

TRADEMARK ASSIGNMENT

U.S. TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>EXPIRATION DATE</u>
AWAKE	1,716,286	September 15, 2002
ORANGE PLUS	961,653	June 19, 2003
TREESWEET	656,892	January 7, 2009
TREESWEET (Stylized)	354,723	February 22, 2008
TREESWEET (with faces)	390,633	September 30, 2001
TREESWEET (with faces)	390,947	October 14, 2001
TREESWEET (with faces)	391,646	November 18, 2001
ORIGINAL TREESWEET AND DESIGNATION	1,986,535	July 16, 2006
PONCHO PUNCH	805,698	March 15, 2006
RUBY RED	1,357,034	August 27, 2005

ARGENTINE TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>EXPIRATION DATE</u>
ORIGINAL TREESWEET AND DESIGNATION	1,573,776	August 31, 2005

ASSIGNMENT OF TRADEMARKS

WHEREAS, Northland Cranberries, Inc., a Wisconsin corporation ("Assignor"), has acquired and used the trademarks indicated in Attachment A, and is the owner of the registrations thereof as set forth in Attachment A; and

WHEREAS, NCI Foods, LLC, a Wisconsin limited liability company ("Assignee"), desires to acquire such trademarks and the registrations thereof.

NOW, THEREFORE, pursuant to the terms and conditions of a Contribution and Management Agreement of even date herewith between Assignor and Assignee and other good and valuable consideration, Assignor hereby assigns to Assignee all right, title and interest in and to the trademarks identified in Attachment A, the right to sue for past infringement thereof, together with that portion of the goodwill of the business symbolized by the trademarks, and any registrations thereof, all effective as of May 1, 1999.

NORTHLAND CRANBERRIES, INC.

By [Signature]

STATE OF WISCONSIN)
) SS:
COUNTY OF WOOD)

Personally came before me, this 4th day of May, 1999, the above-named JOHN SWENDEPROWSKI, Chief Executive Officer of Northland Cranberries, Inc., to me known to be the person who executed the foregoing instrument and acknowledged the same.

[Signature]
Notary Public, Wood County, WI
My Commission Expires: PERMANENT

Subject to the terms of this Assignment, Firststar Bank, N.A., as agent under the Credit Agreement dated as of March 15, 1999, between Assignor, various financial institutions and Firststar Bank, N.A., hereby consents to the assignment by Assignor to Assignee of the trademarks indicated in Attachment A.

Dated this ___ day of _____.

FIRSTAR BANK, N.A.

By _____

AUSTRALIAN TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>EXPIRATION DATE</u>
AWAKE	A194,165	April 22, 2000

CANADIAN TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>EXPIRATION DATE</u>
AWAKE	137,048	August 21, 2009
TREESWEET	233,729	June 15, 2009
TREESWEET (Stylized)	191,494	June 15, 2009
ORIGINAL TREESWEET AND DESIGNATION	475,747	April 30, 2012

COSTA RICAN TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>EXPIRATION DATE</u>
TREESWEET	99,634	February 6, 2007

GUATEMALAN TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>EXPIRATION DATE</u>
TREESWEET	85,143	September 10, 2007

JAPANESE TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>EXPIRATION DATE</u>
TREESWEET	1,136,419	July 24, 2005
TREESWEET	4,007,599	June 6, 2007
ORIGINAL TREESWEET AND DESIGNATION	3,312,544	May 23, 2007

MEXICAN TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>EXPIRATION DATE</u>
AWAKE	466,062	May 4, 2004
ORANGE PLUS	471,763	May 4, 2004

PHILIPPINE TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>EXPIRATION DATE</u>
ORANGE PLUS	30095	October 14, 2001