

11-23-2004

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

DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office



REC  
TI

102887714

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

11-22-04

1. Name of conveying party(ies)/Execution Date(s):  
Montana Mills Bread Co., Inc.

- Individual(s)
- General Partnership
- Corporation-State
- Other \_\_\_\_\_
- Association
- Limited Partnership

Citizenship (see guidelines) Delaware

Execution Date(s) November 16, 2004

Additional names of conveying parties attached?  Yes  No

3. Nature of conveyance:

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached?  Yes  No

Name: MMBC Acquisition Company, Inc.

Internal

Address: 28 South Montana Street

Street Address: 28 South Montana Street

City: Dillon

State: Montana

Country: USA

Zip: 59725

- Association Citizenship \_\_\_\_\_
- General Partnership Citizenship \_\_\_\_\_
- Limited Partnership Citizenship \_\_\_\_\_
- Corporation Citizenship Montana
- Other \_\_\_\_\_ Citizenship \_\_\_\_\_

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)

75/577691

B. Trademark Registration No.(s)

2,794,597

Additional sheet(s) attached?  Yes  No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):  
Please see Exhibit B incorporated herein by reference.

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

Name: George T. Brady

Internal Address: Post Office Box 389

Street Address: 150 Fayetteville Street Mall,  
Suite 1400

City: Raleigh

State: North Carolina Zip: 27602-0389

Phone Number: 919-828-0564

Fax Number: 919-834-4564

Email Address: georgebrady@parkerpoe.com

6. Total number of applications and registrations involved:

8

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 215.00

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

8. Payment Information:

a. Credit Card Last 4 Numbers \_\_\_\_\_  
Expiration Date \_\_\_\_\_

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

9. Signature:

Michael C. Phalen  
Signature

Name of Person Signing

November 16, 2004  
Date

Total number of pages including cover sheet, attachments, and document: 3

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

11/23/2004 ECOOPER 00000052 75577691

01 FC:8521  
02 FC:8522

40.00 DP  
175.00 DP

Montana Mills TM Assignment.max

TRADEMARK  
REEL: 003081 FRAME: 0222

ASSIGNMENTS DIV

RECEIVED 0001

ATTACHMENT A

Recordation Cover Sheet continuation of Item 4B (additional trademark registration nos. to be conveyed):

2,781,839  
2,726,509  
2,642,287  
2,735,161  
1,904,560  
1,916,680

## TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (this "Trademark Assignment") is made as of this 16<sup>th</sup> day of November, 2004, by and between MONTANA MILLS BREAD CO., INC., a Delaware corporation ("Assignor"), and MMBC ACQUISITION COMPANY, INC., a Montana corporation ("Assignee").

### RECITALS

WHEREAS, Assignor is using and is the owner of certain trademarks and service marks, and the registrations and applications thereof, as set forth on Schedule A (collectively the "Marks");

WHEREAS, pursuant to that certain Asset Purchase Agreement dated November 16 2004, between Assignee, Assignor and the other parties identified therein, Assignor has agreed to transfer to Assignee all of Assignor's rights, title and interest in and to the Marks, together with the goodwill of the business in connection with which the Marks are used; and

WHEREAS, Assignor and Assignee want to confirm this assignment for purposes of filing the same with the United States Patent and Trademark Office.

### ASSIGNMENT

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged:

1. Assignment of Marks. Assignor hereby assigns and transfers to Assignee, its entire right, title and interest, whether statutory or at common law, in and to the Marks, together with the goodwill of the business symbolized by them throughout the world, and all registrations and pending applications therefor, in all countries throughout the world, together with all causes of action for any and all previously occurring infringement of the rights being assigned and the right to receive and retain the proceeds or other remedies relating to those infringements.

2. Further Assurances. Assignor agrees to execute further papers and to do such other acts as may be necessary, but only to the extent necessary, to vest full right, title and interest in and to the Marks in Assignee, including, without limitation, execution of powers of attorney as may be necessary for Assignee's agents to record this Trademark Assignment or any other document evidencing the transfer of the Marks.

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

*(Signatures appear on the following page)*



WITNESS, the execution of this Trademark Assignment by the duly authorized representative of Assignor, as of the date first set forth above.

**MONTANA MILLS BREAD CO., INC.**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

WITNESS, the acceptance of this Trademark Assignment by the duly authorized representative of Assignee.

**MMBC ACQUISITION COMPANY, INC.**

By: [Signature]  
Name: Michael Ferretti  
Title: President

State of \_\_\_\_\_ )  
County of \_\_\_\_\_ ) ss:

On this \_\_\_\_\_ day of \_\_\_\_\_, 2004, before me personally came \_\_\_\_\_ to me known, who being by me duly sworn, did depose and say that he/she is the \_\_\_\_\_ of Montana Mills Bread Co., Inc., the corporation described in and which executed the foregoing instrument; and signed his/her name thereto by order of the Board of Directors.

\_\_\_\_\_  
Notary Public My commission expires: \_\_\_\_\_

State of NORTH CAROLINA )  
County of MECKLENBURG ) ss:

On this 16th day of November, 2004, before me personally came J. Michael Ferretti to me known, who being by me duly sworn, did depose and say that he/she is the President of MMBC Acquisition Company, Inc., the corporation described in and which executed the foregoing instrument; and signed his/her name thereto by order of the Board of Directors.

[Signature]  
Notary Public My commission expires: 1-19-08

**SCHEDULE A**

ATTACHMENT

SCHEDULE A

Identification and Description of each Trademark being conveyed (continuation of item 4C).

Mark	Goods and Services	Registration/ Serial Number	Registration Date	Owner
"BREADER"	<i>Int. Class 036</i> Charitable fund raising services. <i>Int. Class 030</i> Deli sandwiches.	2,781,839	November 11, 2003	Montana Mills Bread Co., Inc. (a Delaware Corporation)
BREADIT	<i>Int. Class 036</i> Fund raising services for charitable, political, memorial, and investment purposes. <i>Int. Class 035</i> Retail bakery shops.	2,794,597	December 16, 2003	Montana Mills Bread Co., Inc. (a Delaware Corporation)
FLOUR POWER	<i>Int. Class 035</i> Retail bakery shops.	75/577,691	November 2, 1998 (application filing date)	Montana Mills Bread Company (a Delaware Corporation)
M	<i>Int. Class 042</i> Restaurant and café services. <i>Int. Class 30</i> Baked goods, namely bread, muffins, scones, cookies, coffeecake, brownies, biscotti and granola. <i>Int. Class 035</i> Retail bakery shops.	2,726,509	June 17, 2003	Montana Mills Bread Co., Inc. (a Delaware Corporation)
MONTANA MILLS BREAD	<i>Int. Class 042</i> Restaurant and café services. <i>Int. Class 030</i> Bakery goods, namely bread, muffins, scones, cookies, coffeecake, brownies, biscotti and granola. <i>Int. Class 035</i> Retail bakery shops.	2,642,287	October 29, 2002	Montana Mills Bread Co., Inc. (a Delaware Corporation)
MONTANAMILLS.COM	<i>Int. Class 035</i> Online retail store services featuring bakery goods.	2,735,161	July 8, 2003	Montana Mills Bread Co., Inc. (a Delaware Corporation)
MONTANA GOLD	<i>Int. Class 030</i> Bread and bakery goods. <i>Int. Class 042</i> Retail bakery shop	1,904,560	July 11, 1995	Montana Mills Bread Co., Inc. (a Delaware Corporation)
MONTANA GOLD BREAD CO. MILLED & BAKED FRESH	<i>Int. Class 030</i> Bread and bakery goods <i>Int. Class 042</i> Retail bakery shop	1,916,680	September 5, 1995	Montana Mills Bread Co., Inc.

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