

SUBSTITUTE FORM PTO 1594
1-31-92

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

<p>1. Name of conveying party(ies): <u>Good Food Group A/S</u></p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached <input type="checkbox"/> Yes <input type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies): <u>Kelsen A/S</u> <u>Bredgade 25-35, 8766 Norre-Snede</u> <u>Denmark</u></p> <p><input type="checkbox"/> Individual(s) citizenship: _____ <input type="checkbox"/> Association: _____ <input type="checkbox"/> General Partnership: _____ <input type="checkbox"/> Limited Partnership: _____ <input checked="" type="checkbox"/> Corporation: <u>Danish</u> <input type="checkbox"/> Other: _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (Designation must be a separate document from Assignment) Additional name(s) & addresses attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of Conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other: _____</p> <p>Execution Date: <u>April 13, 2005</u></p>	

<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s): _____</p> <p>B. Trademark Reg. No.(s): <u>2726404; 2907647</u></p> <p>Additional numbers attached <input type="checkbox"/> Yes <input type="checkbox"/> No</p>	
---	--

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p><u>Harriet E. Perkins, Esq.</u> <u>Drinker Biddle & Reath LLP</u> <u>One Logan Square</u> <u>18th and Cherry Streets</u> <u>Philadelphia, PA 19103-6996</u></p> <p>Attorney Docket No. <u>208339</u></p>	<p>6. Total number of applications and registrations involved: <u>2</u></p> <p>7. Total fee (37 CFR 3.41) <u>\$65.00</u></p> <p><input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit Account Number: <u>50-0573</u></p>
---	---

DO NOT USE THIS SPACE

9. 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.

HARRIET E. PERKINS

Name of Person Signing

Harriet E. Perkins

Signature

Date

4/28/05

Total number of pages including cover sheet, attachments and document: 6

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Director of the United States Patent and Trademark Office Office
Box 1450
Alexandria, VA 22313-1450

CH \$65.00 500573 2726404

TRADEMARK ASSIGNMENT

This Trademark Assignment (the "Assignment") is made by Good Food Group A/S (formerly known as DDG Holding A/S), a Danish corporation with a place of business at Kirkegade 2B, Postboks 147, 7100 Vejle, Denmark ("Assignor") in favor of Kelsen A/S, a Danish corporation with a place of business at Bredgade 25-35, 8766 Nørre-Snede, Denmark ("Assignee").

WHEREAS, Assignor has adopted, used and is using the marks listed on Schedule A attached hereto (hereinafter, the "Marks"), which are registered in the U.S. Patent and Trademark Office, as detailed in Schedule A, and owns all right, title and interest to the same, including the goodwill associated therewith; and

WHEREAS, Assignee is desirous of acquiring all right, title and interest in and to the Marks, including the goodwill associated therewith and the registrations therefor;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which Assignor acknowledges:

1. Assignor hereby assigns to Assignee all of its rights, title and interest in and to the Marks, including the U.S. registrations therefor and the goodwill of the business symbolized thereby.
2. Assignor further assigns to Assignee all rights to sue, bring actions for and recover and hold damages, profits and other compensation for any and all past and future infringements and unauthorized uses of the Marks.
3. Assignor covenants and agrees that, upon the request of Assignee, Assignor shall execute all papers, make all rightful oaths, testify on behalf of Assignee, furnish such documents,

materials, information and/or assistance, and do all other lawful acts necessary to perfect the assignment of the Marks to Assignee and otherwise carry out the intent of this Assignment.

4. This Assignment shall be binding upon Assignor, Assignor's successors and assigns, and upon all others acting by, through, with or under Assignor's direction or control, and all those in privity therewith.

IN WITNESS WHEREOF, Assignor has executed this Assignment this 13 day of APRIL, 2005.

GOOD FOOD GROUP A/S

By: 

Name: OTTO CHRISTENSEN
Title: PRESIDENT

Acknowledged:

KELSEN A/S

By: 

Name: SUSANNE BØE PEDERSEN
Title: ACCOUNTANT

SCHEDULE A

MARK	REG. NO.	REG. DATE
DANISH WATERMILL	2,907,647	December 7, 2004
QUEEN'S BISCUITS DENMARK and Design	2,726,404	June 17, 2003

IN RE: U.S. Trademark Registration No. 2,907,647
MARK: DANISH WATERMILL
ISSUED: December 7, 2004
OWNER: Kelsen A/S

DESIGNATION OF DOMESTIC REPRESENTATIVE

Drinker Biddle & Reath LLP, whose postal address is One Logan Square, 18th and Cherry Streets, Philadelphia, PA 19103-6996, is hereby designated as Owner's domestic representative upon whom notices or process in proceedings affecting the mark may be served.

POWER OF ATTORNEY

Applicant hereby appoints:

Arthur H. Seidel, a member of the bars of New York, Pennsylvania and the District of Columbia; Stephen J. Meyers, a member of the bars of New York and Pennsylvania; Nancy Rubner Frandsen, a member of the bar of Pennsylvania; Harriet E. Perkins, a member of the bars of Pennsylvania and the District of Columbia; and Cheryl L. Slipski, a member of the bars of Pennsylvania and Connecticut; with offices at One Logan Square, 18th and Cherry Streets, Philadelphia, PA 19103-6996 (Tel.: 215-988-2700), as our attorneys, with full power of substitution and revocation, to transact all business in connection with the above-referenced registration.

KELSEN A/S

Date: 29-3-05

BY: Susanne Be Pedersen
Name: Susanne BE PEDERSEN
Title: ACCOUNTANT

IN RE: U.S. Trademark Registration No. 2,726,404
 MARK: QUEEN'S BISCUITS DENMARK and Design
 ISSUED: June 17, 2003
 OWNER: Kelsen A/S

DESIGNATION OF DOMESTIC REPRESENTATIVE

Drinker Biddle & Reath LLP, whose postal address is One Logan Square, 18th and Cherry Streets, Philadelphia, PA 19103-6996, is hereby designated as Owner's domestic representative upon whom notices or process in proceedings affecting the mark may be served.


POWER OF ATTORNEY

Applicant hereby appoints:

Arthur H. Seidel, a member of the bars of New York, Pennsylvania and the District of Columbia; Stephen J. Meyers, a member of the bars of New York and Pennsylvania; Nancy Rubner Frandsen, a member of the bar of Pennsylvania; Harriet E. Perkins, a member of the bars of Pennsylvania and the District of Columbia; and Cheryl L. Slipski, a member of the bars of Pennsylvania and Connecticut; with offices at One Logan Square, 18th and Cherry Streets, Philadelphia, PA 19103-6996 (Tel.: 215-988-2700), as our attorneys, with full power of substitution and revocation, to transact all business in connection with the above-referenced registration.

KELSEN A/S

Date: 29-3-05

BY: 
 Name: SUSANNE BDE PEDERSEN
 Title: REPRESENTANT