

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet 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 |
|---------------------------|----------|----------------|-----------------------|
| Frymaster Holding Company | | 10/31/2005 | CORPORATION: DELAWARE |

RECEIVING PARTY DATA

| | |
|------------------------|------------------------|
| Name: | Frymaster LLC |
| Street Address: | 8700 Line Avenue |
| City: | Shreveport |
| State/Country: | LOUISIANA |
| Postal Code: | 71106 |
| Entity Type: | CORPORATION: LOUISIANA |

PROPERTY NUMBERS Total: 13

| Property Type | Number | Word Mark |
|----------------------|---------|-----------------------------------|
| Registration Number: | 2823808 | FOOTPRINT BY FRYMASTER PRO SERIES |
| Registration Number: | 2368083 | SINBAD |
| Registration Number: | 2359764 | PORTION MASTER |
| Registration Number: | 2321583 | PORTION MASTER |
| Registration Number: | 2368082 | SINBAD |
| Registration Number: | 2368081 | SINBAD |
| Registration Number: | 2368080 | SINBAD |
| Registration Number: | 1632265 | FOOTPRINT |
| Registration Number: | 1294014 | COMPUTER MAGIC |
| Registration Number: | 1186591 | FRYMASTER |
| Registration Number: | 1171097 | FILTER MAGIC |
| Registration Number: | 1029993 | SPAGHETTI MAGIC |
| Registration Number: | 763951 | MASTER JET |

CORRESPONDENCE DATA

900036472

**TRADEMARK
 REEL: 003197 FRAME: 0682**

CH \$340.00 2823808

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Address Line 4: Philadelphia, PENNSYLVANIA 19103-6998

| | |
|-------------------------|------------------|
| ATTORNEY DOCKET NUMBER: | 494269-00049 |
| NAME OF SUBMITTER: | David M. Perry |
| Signature: | /David M. Perry/ |
| Date: | 11/21/2005 |

Total Attachments: 2
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**ASSIGNMENT OF TRADEMARK
REGISTRATIONS AND APPLICATIONS**

This agreement is made effective on the 21st day of September, 2005, by and between Frymaster Holding Company, a Delaware corporation, with an address at 2227 Welbilt Boulevard, New Port Richey, FL 34655 ("ASSIGNOR"), and Frymaster LLC, a Louisiana limited liability Company, with an address at 8700 Line Avenue, Shreveport, LA 71106 ("ASSIGNEE").

WHEREAS, ASSIGNOR has adopted and is using the trademarks and trademark registrations and applications for registration listed in Schedule A ("Marks");

WHEREAS, ASSIGNEE is desirous of acquiring all right, title, and interest in and to said marks and the goodwill of the business associated therewith;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, ASSIGNOR does hereby assign, sell, and transfer to ASSIGNEE, its successors and assigns, all of its rights, title, and interest in and to said Marks, including the right to recover for past infringement, and the full exclusive benefit thereof, together with the goodwill of the business symbolized by and associated with said Marks.

IN TESTIMONY WHEREOF, ASSIGNOR and ASSIGNEE have executed this Assignment by a duly authorized officer.

FRYMASTER HOLDING COMPANY

Dated: 10-31-05

By: 
Name: _____
Title: _____

FRYMASTER LLC

Dated: 10-31-05

By: 
Name: _____
Title: _____

Schedule A

**Assignment of Trademarks from
Frymaster Holding Company to Frymaster LLC**

U.S. Trademark Registrations:

| MARK | CLASS | REGISTRATION NUMBER | REGISTRATION DATE |
|--|--------------|--------------------------------|------------------------------|
| FOOTPRINT BY FRYMASTER PRO SERIES and Design | 11 | 2,823,808 | March 16, 2004 |
| SINBAD | 11 | 2,368,083 | July 18, 2000 |
| PORTION MASTER | 9 | 2,359,764 | June 20, 2000 |
| PORTION MASTER | 11 | 2,321,583 | February 22, 2000 |
| SINBAD | 9 | 2,368,082 | July 18, 2000 |
| SINBAD and Design | 9 | 2,368,081 | July 18, 2000 |
| SINBAD and Design | 11 | 2,368,080 | July 18, 2000 |
| FOOTPRINT | 11 | 1,632,265 | January 22, 1991 |
| COMPUTER MAGIC | 11 | 1,294,014 | September 11, 1984 |
| FRYMASTER | 11 | 1,186,591 | January 19, 1982 |
| FILTER MAGIC | 11 | 1,171,097 | September 29, 1981 |
| SPAGHETTI MAGIC | 11 | 1,029,993 | January 13, 1976 |
| MASTER JET | 11 | 763,951 | January 28, 1964 |

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