

1-31-92

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

Patent and Trademark Office
Attorney Docket No: PROF523948

To the Director - U.S. Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party:

Professor Connor's Deli-Fresh Pet Foods Ltd.

- Individuals
- General Partnership
- Corporation of Canada
- Other _____
- Association
- Limited Partnership

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

2. Name and address of receiving party:

Name: Professor Connors Inc.
Address: 325 Columbia Turnpike, Suite 107
City: Florham State: NJ ZIP: 07932

- Individual(s) citizenship _____
- Association State of _____
- General Partnership State of _____
- Limited Partnership State of _____

- Corporation-State of Delaware
- Other _____

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

(Designation must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Effective date: March 21, 2005

4. Application numbers:

A. Trademark Application Nos. 78/426,391; 78/426,550;
78/510,909; 78/526,899

Additional numbers attached? Yes No

B. Trademark Registration No(s).

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

Everett E. Fruehling, Esq.
CHRISTENSEN O'CONNOR
JOHNSON KINDNESS^{PLLC}
1420 Fifth Avenue
Suite 2800
Seattle, WA 98101-2347
206.682.8100

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41):\$ 115.00

8. The Director is authorized to charge any fees that may be required or credit any overpayment to Deposit Account Number 03-1740.

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.

Everett E. Fruehling
Name of Attorney or Agent
Direct Dial 206.695.1743

Everett E. Fruehling 9/29/05
Signature Date

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

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

I hereby certify that this correspondence is being transmitted via facsimile to the U.S. Patent and Trademark Office, Assignment Division, at facsimile number (571) 273-0140, on the below date.

Date: September 29, 2005
700214462

Darryl M. [Signature]
TRADEMARK
REEL: 003203 FRAME: 0717

CH \$115.00 031740 78426391

NUNC PRO TUNC ASSIGNMENT OF TRADEMARKS AND PENDING APPLICATIONS

WHEREAS, Professor Connor's Deli-Fresh Pet Foods Ltd., a Canadian corporation, having the business address of 419 McDermott Road, Abbotsford, B.C. V3G 1W6 CANADA (hereinafter the "Assignor"), is the owner of trademark applications to register the marks based on use and based on intent-to-use as identified on Attachment A; and

WHEREAS, Professor Connors Inc., a Delaware corporation, having the business address of 325 Columbia Turnpike, Suite 107, Florham, NJ 07932 (hereinafter the "Assignee"), is desirous of acquiring said applications and Assignor's rights to said marks;

NOW, THEREFORE, effective *nunc pro tunc*, on March 21, 2005, for sufficient, good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby memorialize and clarify the prior understanding of the parties that Assignor has sold, assigned and transferred unto Assignee its entire right, title and interest in said marks, the pending applications therefor, the ongoing and existing business of Assignor or portion thereof to which said marks pertain and the goodwill of the business symbolized thereby.

The Commissioner of Patents and Trademarks is requested to issue the Certificates of Registration to Assignee.

Executed at Secaucus on this 22nd day of September, 2005.

PROFESSOR CONNOR'S DELI-FRESH
PET FOODS LTD.

John B. Phelps

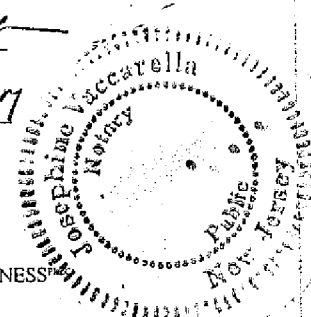
Title: President

State
~~PROVINCE OF~~ New Jersey)
CITY OF Secaucus)

On this 22nd day of Sept., 2005, John B. Phelps personally appeared before me, known to me to be the individual named above who executed the within and foregoing instrument, and acknowledged that he signed the same as his free and voluntary act and deed, for the uses and purposes therein mentioned.

Notary Public

My commission expires: 7/3/07



EEF:DDP

JOSEPHINE VACCARELLA
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires
July 3, 2007

LAW OFFICES OF
CHRISTENSEN O'CONNOR JOHNSON KINDNESS
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206.682.8100

ATTACHMENT A

TRADEMARK	SERIAL NUMBER	ALLEGATION OF USE
PROFESSOR CONNOR'S DELIFRESH GENTLY COOKED WITH FRESH INGREDIENTS (Design)	78/426,391	ITU App. Filed; No Allegation of Use filed.
PROFESSOR CONNOR'S DELIFRESH PET FOODS	78/426,550	ITU App. Filed; No Allegation of Use filed.
PROFESSOR CONNOR'S HOSPITAL DIET	78/510,909	ITU App. Filed; No Allegation of Use filed.
DELI FRESH	78/526,899	Use-Based App. Filed

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