

11-10-2005

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3 attached original documents or copy thereof.

1. Name of conveying party(ies):

THE DANNON COMPANY, INC.

- Individual(s)
- General Partnership
- Corporation - Delaware
- Other
- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Dated: October 5, 2005

2. Name and address of receiving party(ies):

COMPAGNIE GERVAIS DANONE
126-130, RUE JULES GUESDE
92300 LEVALLOIS-PERRET, FRANCE

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

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)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

78/533,771
78/543,319

B. Trademark registration No.(s)

Additional numbers attached? Yes No

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

Perla M. Kuhn, Esq.
Hughes Hubbard & Reed LLP
One Battery Park Plaza
New York, New York 10004-1482
(212) 837-6550
kuhn@hugheshubbard.com

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41):.....\$65.00

- Enclosed
 - Authorized to be charged to deposit account
8. Deposit Account No.: 08-3264

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.

Name of Person Signing

Perla M. Kuhn

November 6, 2005
Date

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

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

Mail Stop Assignment Recordation Services
Director of the United States Patent and Trademark Office
P.O. BOX 1450, Alexandria, VA 22313-1450

CERTIFICATE OF MAILING

Express Mail Certificate No.: EK839359272US

I hereby certify that this correspondence is being deposited with the United States Postal Service in an Express Mail envelope addressed to Mail Stop Assignment Recordation Services, Director of the United States Patent and Trademark Office, P.O. Box 1450, Alexandria, VA 22313-1450 on 11/6/2005 (Date of Deposit).

Elaine S. Parker
Name

Signature

November 6, 2005
Date of Signature

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01 FC 8521
02 FL 8522 86_1.DOC

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25.00 OP

TRADEMARK
REEL: 003249 FRAME: 0988

ASSIGNMENT OF TRADEMARK AND GOODWILL

This ASSIGNMENT AGREEMENT is made and entered into as of the 5th day of October 2005, by and between The Dannon Company, a Delaware corporation with a principal place of business at 100 Hillside Avenue, White Plains, New York 10603 ("Assignor"), and Compagnie Gervais Danone, a French corporation with a principal place of business at 126-130, rue Jules Guesde F-92300, Levallois-Perret, France ("Assignee").

WHEREAS, Assignor has filed intent-to-use applications with the United States Patent and Trademark Office for the following marks (the "Marks"):

<u>Mark</u>	<u>Ser. No.</u>	<u>Goods</u>
BIFIDUS ESSENSIS	78/533, 771	"Yogurt and yogurt-based beverages" in Class 29; "Fruit juice and fruit drinks; fruit-based beverages with yogurt; smoothies" in International Class 32
DIGESTIS ESSENSIS	78/543,319	"Yogurt and yogurt-based beverages" in Class 29; "Fruit juice and fruit drinks; fruit-based beverages with yogurt; smoothies" in International Class 32

WHEREAS, Assignee desires to acquire the entire right, title and interest in and to the Marks, the applications, registrations, and any renewals that may be granted thereon, together with the goodwill of the business symbolized by the Marks, past common law causes of action and the right to sue and to recover all damages and other appropriate relief for all past infringement of the Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee and Assignee's successors and assigns, the entire right, title and interest in and to the Marks, the applications, registrations, and any renewals that may be granted thereon, together with the goodwill of the business symbolized by the Mark and past common law causes of action and the right to sue and to recover all damages and other appropriate relief for all past infringement of the Marks. Assignor will execute any and all further documents necessary to transfer to Assignee title in and to the Marks.

THE DANNON COMPANY

By: [Signature]
(signature)

Name: Donna Besteiro

Title: VP Legal Affairs / General Counsel

Sworn to before me this
5th day of October 2005

[Signature]
Notary Public

ROBIN E. DUNLOP
NOTARY PUBLIC, STATE OF NEW YORK
NO. 01DU6002022
QUALIFIED IN ROCKLAND
CERTIFICATE FILED IN NEW YORK COUNTY
COMMISSION EXPIRES APRIL 7, 2006

Accepted and Agreed:

COMPAGNIE GERVAIS DANONE

By: _____
(signature)

Name: _____

Title: _____