

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Sorrento Lactalis Arpin, Inc.		03/03/2006	CORPORATION: WISCONSIN
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Lactalis USA Commercial, Inc.		
<b>Street Address:</b>	2376 South Park Avenue		
<b>City:</b>	Buffalo		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	14220		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2538049	PUB CHEESE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(608)831-2106		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	608-828-0784		
<b>Email:</b>	css@dewittross.com		
<b>Correspondent Name:</b>	DeWitt Ross & Stevens, SC (CS Sara)		
<b>Address Line 1:</b>	8000 Excelsior Drive		
<b>Address Line 2:</b>	Suite 401		
<b>Address Line 4:</b>	Madison, WISCONSIN 53717-1914		
<b>NAME OF SUBMITTER:</b>	Charles S. Sara		
<b>Signature:</b>	/CS Sara/		
<b>Date:</b>	03/14/2006		

OP \$40.00 2538049

Total Attachments: 2

**900044121**

**TRADEMARK  
 REEL: 003268 FRAME: 0112**

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TRADEMARK ASSIGNMENT

This Assignment ("Assignment") is made effective as of 11:40 p.m., Eastern Standard Time, on December 31, 2005, from Sorrento Lactalis Arpin, Inc., a Wisconsin business corporation ("ASSIGNOR"), to Lactalis USA Commercial, Inc., a Delaware business corporation ("ASSIGNEE"):

WHEREAS, ASSIGNOR is the owner of the trademarks (the "Marks") as described in Exhibit A, attached hereto and incorporated by reference herein, together with the goodwill of the business symbolized thereby in connection with the goods on which the Marks are used ("the Products").

WHEREAS, ASSIGNOR became the owner of such Marks through a merger whereby Rondele Acquisition, LLC, a Wisconsin limited liability company, merged into and was survived by ASSIGNOR effective as of 11:30 p.m., Eastern Standard Time, on December 31, 2005.

WHEREAS, ASSIGNOR desires to convey, transfer, assign, deliver, and contribute to ASSIGNEE all of its right, title, and interest in and to the Marks, and ASSIGNEE desires to accept such assignment, effective as of the date and time set forth above.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR hereby conveys, transfers, assigns, delivers, and contributes to ASSIGNEE all of ASSIGNOR'S right, title, and interest of whatever kind in and to the Marks, together with (1) the goodwill of the business relating to the Products in respect upon which the Marks are used and for which they are registered or pending; (2) all income, royalties, and damages hereafter due or payable to ASSIGNOR with respect to the Marks, including without limitation, damages, and payments for past or future infringements and misappropriations of the Marks; and (3) all rights to sue for past, present and future infringements or misappropriations of the Marks.

ASSIGNOR further covenants that it will execute all documents, papers, forms and authorizations and take all other actions that may be necessary for securing, completing, or vesting in ASSIGNEE full right, title, and interest in the Marks and the Property.

IN WITNESS WHEREOF, ASSIGNOR has duly executed under seal and delivered this Assignment, as of the day and year first above written.

SORRENTO LACTALIS ARPIN, INC.

By: *Dalbert*

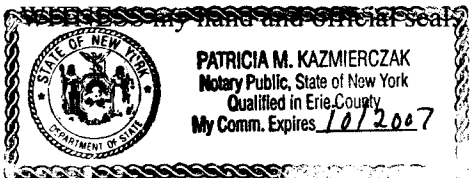
Title: *Vice President*

ACKNOWLEDGMENT

STATE OF NEW YORK )  
COUNTY OF *Erie* )

On *March 3, 2006* before me, *Patricia M. Kazmierczak* Notary Public, personally appeared *Dave Chamber's*, proved to me on the basis of satisfactory evidence to be the person(s) whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

*Patricia M. Kazmierczak*  
Signature of Notary Public



SCHEDULE "A"  
TRADEMARKS

Mark and Country	Application Date	Application No.	Registration Date	Registration No.
<b>RONDELE</b>				
(U.S.A.)	02/11/74	73/013,221	06/03/75	1,012,351
Brazil (Stylized)			03/25/78	6,658,571
Brazil			03/25/78	6,658,563
New Zealand			01/30/96	258,312
Canada			07/09/76	214,768
Australia			06/22/76	A297,944
China			10/14/97	1,119,659
Philippines	02/14/97	117,908		
South Korea			01/16/98	391,193
Taiwan			09/16/97	777,006
<b>PUB CHEESE</b>				
U.S.A.	02/14/94	74/490,298	09/12/95	1,918,175
U.S.A.	12/18/00	76/184,285	02/12/02	2,538,049
South Korea			10/17/97	378,647
<b>JARDINIERE</b>				
Canada			07/17/87	330,273
<b>RONDELE BAGEL CHIPS</b>				
U.S.A.	04/21/98	75/471,716	03/13/01	2,435,595
<b>BAGEL TEMPTATIONS</b>				
U.S.A.	05/29/96	75/111,442	10/07/97	2,104,250
Canada	10/03/96	825,092		
<b>TANTE and design</b>				
U.S.A.	01/11/96	75/041,614	06/10/97	2,068,876 <sup>1</sup>
<b>FINESSE</b>				
U.S.A. (Stylized)			03/27/90	1,589,156 <sup>2</sup>
Japan			09/30/93	2,574,936
<b>RONDELE BREAD ESSENTIALS</b>	12/11/00	76/179,840	10/08/02	2,632,934
<b>RONDELE KITCHENS</b>	12/12/00	76/180,456 <sup>3</sup>		
<b>SNACKPACK</b>	common law			
<b>WOMAN WITH HAT DESIGN (TANTE label)</b>	common law			
<b>Waterbury Specialty Foods</b>	common law			

<sup>1</sup> Registration cancelled under Section 8 of Lanham Act.

<sup>2</sup> Registration cancelled under Section 8 of Lanham Act.

<sup>3</sup> Abandoned: No Statement of Use filed after Notice of Allowance was issued. Status Date: 02/13/05

TRADEMARK