

**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>
ConAgra Foods, Inc.		05/31/2006	CORPORATION: DELAWARE

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	ConAgra Foods Packaged Foods Company, Inc.
<b>Street Address:</b>	One ConAgra Drive
<b>City:</b>	Omaha
<b>State/Country:</b>	NEBRASKA
<b>Postal Code:</b>	68102
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 90**

Property Type	Number	Word Mark
Serial Number:	76466485	HEARTY ONES
Serial Number:	76607679	WILD BERRY RUSH
Serial Number:	73505498	DAVID
Serial Number:	73505505	
Serial Number:	78778604	SEEDMOBILE
Serial Number:	73704558	ACTIONPOP
Serial Number:	74634339	BUTTER THAN EVER
Serial Number:	76006024	CORN ON THE COB
Serial Number:	73639429	EXPRESS POP
Serial Number:	73653275	GOLDEN KITCHEN
Serial Number:	74641195	
Serial Number:	73713022	MOVIE TIME
Serial Number:	76451281	POP 'N SERVE
Serial Number:	76489629	POP 'N SHAKE

OP \$2265.00 76466485

Serial Number:	75603810	TASTY POP
Serial Number:	76285408	THE ULTIMATE INDULGENCE
Serial Number:	76140287	VOGEL POPCORN
Serial Number:	74550794	VOGEL V POPCORN
Serial Number:	73701422	VOGEL'S POP CORN
Serial Number:	75695929	WAVE WRAP
Serial Number:	75918829	BREAK OUT OF YOUR SHELL
Serial Number:	73151375	
Serial Number:	73151373	
Serial Number:	76488376	EAT. SPIT. BE HAPPY.
Serial Number:	76453421	ONE STEP PAN PASTA
Serial Number:	76589330	DINNER CLASSICS
Serial Number:	76604089	GAME TIME
Serial Number:	76604353	HOMESTYLE FAVORITES
Serial Number:	76547149	PIZZA QUESADILLA
Serial Number:	76313419	A WORLD OF FLAVOR AT THE CENTER OF THE PLATE
Serial Number:	72159901	AWARD
Serial Number:	73493023	AWARD
Serial Number:	76572368	CASA MEXICANA
Serial Number:	72244265	COOKIN' BAG
Serial Number:	76589062	DINNER CREATIONS
Serial Number:	73600936	EXTRA HELPING
Serial Number:	75589882	FIRE CHIEF CHEESE PIZZA
Serial Number:	76457413	GAME TIME
Serial Number:	76419537	GOLDEN CUISINE
Serial Number:	74278884	HOT SANDWICH TOPPERS
Serial Number:	76975376	MAX SNAX
Serial Number:	76330639	MAX SNAX
Serial Number:	76975665	MAXSNAX
Serial Number:	75723806	ONE STEP PAN PASTA
Serial Number:	76326210	ONE-DISH CLASSICS
Serial Number:	76475843	QUALITY MEALS MADE EASY
Serial Number:	75589398	RADICAL RACIN' CHICKEN NUGGETS WITH CHEESE
Serial Number:	75074861	RECIPE REQUESTS
Serial Number:	73670989	SENSIBLE CHEF

Serial Number:	75978956	HEARTY ONE
Serial Number:	76456787	THE MAX MEALS
Serial Number:	75032724	
Serial Number:	74099110	BREAKFAST PIZZAZZ
Serial Number:	73805274	CHEF MILANO
Serial Number:	75731741	DELICIOUS TASTE, CONVENIENCE YOU NEED
Serial Number:	76459672	DOUBLE STUFF
Serial Number:	73547836	FRESH DELI PIZZA GRANDISSIMO
Serial Number:	73784613	FRESHEST PACK
Serial Number:	75601207	GILARDI
Serial Number:	74251871	GILARDI FOODS
Serial Number:	73691814	GILARDI'S
Serial Number:	73556135	GILARDI'S PIZZA
Serial Number:	75979800	INSIDERS
Serial Number:	75919390	LUNCH AROUND
Serial Number:	73699894	MA MA ROSA'S "PLUS"
Serial Number:	73691811	MAMA ROSA'S
Serial Number:	74505652	MAMA ROSA'S
Serial Number:	75936555	MAMA ROSA'S BY THE SLICE
Serial Number:	75979241	MAXSTIX
Serial Number:	75979533	MAXSTIX
Serial Number:	76439491	MEGASTUFF
Serial Number:	75651957	MINI MAMA'S
Serial Number:	73664291	OUR OLD ITALIAN BRAND
Serial Number:	74505665	OLD ITALIAN BRAND
Serial Number:	75821348	OVEN GRILLED
Serial Number:	75601205	QUICK'N SAVORY
Serial Number:	76210910	ROSALINI
Serial Number:	76213259	ROSALINI
Serial Number:	75496604	THE MAX
Serial Number:	75659517	THE REAL SLICE
Serial Number:	76425252	A FRESH SPIN ON TASTE
Serial Number:	76426268	GOOD FOOD IN THE SPIRIT OF GOODWILL
Serial Number:	76292219	SQUARE ROOTS
Serial Number:	76435147	SUPPLYING GOOD FOOD IN THE SPIRIT OF GOODWILL

**TRADEMARK**

**REEL: 003321 FRAME: 0891**

Serial Number:	76284818	TWIST & SPROUT
Serial Number:	76588856	FIT FOR KIDS
Serial Number:	76606439	FIESTA STIX
Serial Number:	76628350	FIT FOR KIDS
Serial Number:	76636033	FAMILIES FEEDING FAMILIES
Serial Number:	76610827	REEL MEAL FAMILY NIGHT

**CORRESPONDENCE DATA**

Fax Number: (402)952-6870  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: (402) 341-3070  
Email: tdeutmeyer@mcgrathnorth.com  
Correspondent Name: Tracy L. Deutmeyer  
Address Line 1: Suite 3700 First National Tower  
Address Line 2: 1601 Dodge Street  
Address Line 4: Omaha, NEBRASKA 68102

NAME OF SUBMITTER:	Tracy L. Deutmeyer
Signature:	/Tracy L. Deutmeyer/
Date:	06/05/2006

**Total Attachments: 5**  
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## TRADEMARK ASSIGNMENT

This Trademark Assignment (the "Assignment") is made effective as of this 31<sup>st</sup> day of MAY, 2006, by and between ConAgra Foods, Inc., a Delaware corporation, ("Assignor"), and ConAgra Foods Packaged Foods Company, Inc., a Delaware corporation, ("Assignee").

WHEREAS, Assignor, having its principal offices at One ConAgra Drive, Omaha, Nebraska 68102 is the owner of the trademark(s) and the associated registration(s) and/or application(s) for registration thereof existing in the United States Patent and Trademark Office listed on Exhibit A attached hereto (collectively, the "Marks").

WHEREAS, Assignor has assigned to Assignee the portion of the business of Assignor to which the Marks pertain, and such business is ongoing and existing.

WHEREAS, Assignee, having its principal offices at One ConAgra Drive, Omaha, Nebraska 68102, is desirous of acquiring all right, title and interest in and to said Marks.

NOW, THEREFORE, be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in the United States in and to said trademarks, together with the goodwill of the business symbolized by said trademarks and any registrations or future registrations thereof.

**CONAGRA FOODS, INC.,**  
Assignor

By: Scott E Messel  
Name: Scott E. Messel  
Title: Senior Vice President, Treasurer/Assistant  
Corporate Secretary

**EXHIBIT A**

<b><u>Mark</u></b>	<b><u>Serial Number</u></b>
HEARTY ONES	76466485
WILD BERRY RUSH	76607679
DAVID	73505498
DAVID AND SONS SUNFLOWER DESIGN	73505505
SEEDMOBILE	78445604
ACTIONPOP (STYLIZED)	73704558
BUTTER THAN EVER	74634339
CORN ON THE COB (STYLIZED)	76006024
EXPRESS POP AND DESIGN	73639429
GOLDEN KITCHEN (STYLIZED)	73653275
MISCELLENEOUS DESIGN (ACT II MARQUEE LIGHTS)	74641195
MOVIETIME (STYLIZED)	73713022
POP 'N SERVE	76451281
POP 'N SHAKE	76489629
TASTY POP	75603810
THE ULTIMATE INDULGENCE	76285408
VOGEL POPCORN AND DESIGN	76140287
VOGEL V POPCORN AND DESIGN	74550794
VOGEL'S POP CORN AND DESIGN	73701422
WAVE WRAP	75695929
BREAK OUT OF YOUR SHELL	75918829
MISCELLANEOUS DESIGN (DAVID AND SONS	73151375

SUNFLOWER)	
MISCELLANEOUS DESIGN (DAVID AND SONS 3 SUNFLOWERS)	73151373
EAT. SPIT. BE HAPPY.	76488376
ONE STEP PAN PASTA	76453421
DINNER CLASSICS	76589330
GAME TIME	76604089
HOMESTYLE FAVORITES	76604353
PIZZA QUESADILLA AND DESIGN	76547149
A WORLD OF FLAVOR AT THE CENTER OF THE PLATE	76313419
AWARD	72159901
AWARD	73493023
CASA MEXICANA	76572368
COOKIN' BAG	72244265
DINNER CREATIONS	76589062
EXTRA HELPING	73600936
FIRE CHIEF CHEESE PIZZA	75589882
GAME TIME	76457413
GOLDEN CUISINE	76419537
HOT SANDWICH TOPPERS	74278884
MAX SNAX	76975376
MAX SNAX	76330639
MAXSNAX	76975665
ONE STEP PAN PASTA	75723806
ONE-DISH CLASSICS	76326210

QUALITY MEALS MADE EASY	76475843
RADICAL RACIN' CHICKEN NUGGETS WITH CHEESE	75589398
RECIPE REQUESTS	75074861
SENSIBLE CHEF	73670989
THE HEARTY ONE	75978956
THE MAX MEALS	76456787
MISCELLANEOUS DESIGN (GRADIENT COLOR GREEN)	75032724
BREAKFAST PIZZAZZ	74099110
CHEF MILANO	73805274
DELICIOUS TASTE, CONVENIENCE YOU NEED	75731741
DOUBLE STUFF	76459672
FRESH DELI PIZZA GRANDISSIMO AND DESIGN	73547836
FRESHEST PACK	73784613
GILARDI	75601207
GILARDI FOODS	74251871
GILARDI'S	73691814
GILARDI'S PIZZA AND DESIGN	73556135
INSIDERS	75979800
LUNCH AROUND	75919390
MA MA ROSA'S "PLUS"	73699894
MAMA ROSA'S	73691811
MAMA ROSA'S AND DESIGN	74505652
MAMA ROSA'S BY THE SLICE AND DESIGN	75936555
MAXSTIX	75979241
MAXSTIX AND DESIGN	75979533



MEGASTUFF	76439491
MINI MAMA'S	75651957
OUR OLD ITALIAN BRAND	73664291
OUR OLD ITALIAN BRAND AND DESIGN	74505665
OVEN GRILLED	75821348
QUICK 'N SAVORY	75601205
ROSALINI	76210910
ROSALINI AND DESIGN	76213259
THE MAX	75496604
THE REAL SLICE	75659517
A FRESH SPIN ON TASTE	76425252
GOOD FOOD IN THE SPIRIT OF GOODWILL	76426268
SQUARE ROOTS	76292219
SUPPLYING GOOD FOOD IN THE SPIRIT OF GOODWILL	76435147
TWIST & SPROUT	76284818
FIT FOR KIDS	76588856
FIESTA STIX	76606439
FIT FOR KIDS	76628350
FAMILIES FEEDING FAMILIES	76636033
REEL MEAL FAMILY NIGHT	76610827