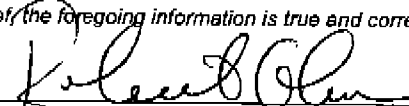


Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

## RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): <u>Jon-Lin, Inc.</u></p> <p><input type="checkbox"/> Individual(s)      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership      <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation-State of California  <input type="checkbox"/> Other:</p> <p>Additional name(s) of conveying party(ies) attached?      <input type="checkbox"/> Yes  <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies): Name: <u>McCain Foods USA, Inc.</u></p> <p>Internal Address: Street Address: <u>2275 Cabot Drive</u></p> <p>City: <u>Lisle</u> State: <u>IL</u>      Zip: <u>60532</u></p> <p><input type="checkbox"/> Individual(s) citizenship:  <input type="checkbox"/> Association:  <input type="checkbox"/> General Partnership:  <input type="checkbox"/> Limited Partnership:  <input checked="" type="checkbox"/> Corporation-State: <u>Maine</u>  <input type="checkbox"/> Other:</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: (Designations must be a separate document from assignment)      <input type="checkbox"/> Yes  <input checked="" type="checkbox"/> No</p> <p>Additional name(s) &amp; address(es) attached?      <input type="checkbox"/> Yes      <input checked="" type="checkbox"/> No</p>								
<p>3. Nature of Conveyance:  <input checked="" type="checkbox"/> Assignment      <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement      <input type="checkbox"/> Change of Name  <input type="checkbox"/> Other:</p> <p>Execution Date: <u>June 21, 2006</u></p>	<p>4. Application Number(s) or Registration Number(s):</p> <table style="width: 100%;"> <tr> <td style="width: 50%;">A. Trademark Application No.(s):</td> <td style="width: 50%;">B. Trademark Registration No.(s):</td> </tr> <tr> <td></td> <td>1,073,706      2,750,453</td> </tr> <tr> <td></td> <td>2,429,845      2,960,970</td> </tr> <tr> <td></td> <td>2,461,661      2,973,585</td> </tr> </table> <p>Additional numbers attached?      <input type="checkbox"/> Yes      <input checked="" type="checkbox"/> No</p>	A. Trademark Application No.(s):	B. Trademark Registration No.(s):		1,073,706      2,750,453		2,429,845      2,960,970		2,461,661      2,973,585
A. Trademark Application No.(s):	B. Trademark Registration No.(s):								
	1,073,706      2,750,453								
	2,429,845      2,960,970								
	2,461,661      2,973,585								
<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>LERNER, DAVID, LITTENBERG, KRUMHOLZ &amp; MENTLIK, LLP</u></p> <p>Internal Address: Street Address: <u>600 South Avenue West</u></p> <p>City: <u>Westfield</u>      State: <u>NJ</u>      Zip: <u>07090</u></p>	<p>6. Total Number of applications and registrations involved: <u>6</u></p> <p>7. Total fee (37 CFR 3.41) \$ <u>165.00</u></p> <p><input type="checkbox"/> Enclosed  <input checked="" type="checkbox"/> Authorized to be charged to Deposit Account  <input type="checkbox"/> Authorized to be charged to credit card (Form 2039 enclosed)</p> <p>8. Deposit account number: <u>12-1095</u> (Attach duplicate copy of this page if paying by deposit account)</p>								
<b>DO NOT USE THIS SPACE</b>									
<p>9. Statement and signature: <i>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.</i></p> <p style="text-align: center;"></p> <p><u>Robert B. Cohen</u>      <u>July 13, 2006</u> Name of Person Signing      Signature      Date</p> <p>Total number of pages including cover sheet, attachments, and document: <u>4</u></p>									

CH \$165.00 121095 1073706

**ASSIGNMENT**

WHEREAS, Jon-Lin, Inc., a California corporation with a place of business at 1620 North Eighth Street, Colton, California 92324 ("Jon-Lin"), is the owner of certain federal trademark registrations, a list of which is attached hereto as Schedule A, certain state trademark registrations, a list of which is attached as Schedule B, as well as trade dress and label designs used in connection therewith (collectively, "the Marks"); and

WHEREAS, McCain Foods USA, Inc., a Maine corporation having a place of business at 2275 Cabot Drive, Lisle, Illinois 60532 ("McCain"), is desirous of acquiring all rights, title and interest in and to the Marks, including the goodwill of the business connected with the use thereof and symbolized thereby;

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Jon-Lin does hereby assign unto McCain all of its rights, title and interest in and to the Marks and the trade dress and label designs used in connection therewith, together with the goodwill of the business connected with the use thereof and symbolized thereby; the federal trademark registrations set forth in Schedule A and rights of renewal and extension thereof; the state trademark registrations set forth in Schedule B and rights of renewal thereof; all of Jon-Lin's common law rights in the Marks; and all proceeds, causes of action and rights of recovery for past, present and future infringements of the Marks, including but not limited to the right to collect damages for past infringement.



**SCHEDULE A****Federal**

<b>Mark</b>	<b>Status</b>	<b>App. No.</b>	<b>App. Date</b>	<b>Reg. No.</b>	<b>Reg. Date</b>
Design of Onion	Registered	73/107,600	11/24/76	1,073,706	9/20/77
JON-LIN	Registered	75/921,994	2/17/00	2,429,845	2/20/01
FIELD TO FORK	Registered	76/058,097	5/26/00	2,461,661	6/19/01
TRY-FRY	Registered	78/162,867	9/11/02	2,750,453	8/12/03
GRABITIZERS BREADED & BATTERED FINGER FOODS and Design	Registered	78/245,305	5/2/03	2,960,970	6/7/05
CHEF SENSATIONS RECIPE READY VEGETABLES & FRUITS and Design	Registered	78/282,418	8/4/03	2,973,585	7/19/05