TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Lynn Gordon		07/12/2006	INDIVIDUAL:

RECEIVING PARTY DATA

Name:	Rich Products Corporation
Street Address:	1150 Niagara Street
City:	Buffalo
State/Country:	NEW YORK
Postal Code:	14213
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 38

Property Type	Number	Word Mark
Serial Number:	78297506	ATHLETE'S BREAD
Serial Number:	78716630	FRENCH MEADOW BAKERY AND CAFE
Registration Number:	1527222	FRENCH MEADOW
Registration Number:	2367112	HEALTHSEED
Registration Number:	2633686	HEALTHY HEMP
Serial Number:	78847038	HEALTHY HEMP
Serial Number:	78710654	HIMALAYAN CHAI
Serial Number:	78710656	KAYAKERS'
Registration Number:	3059538	LOAVES AND FISHES
Serial Number:	78637530	LOVE COOKIE
Serial Number:	78917215	MEN'S TORTILLA
Registration Number:	2601753	MEN'S BREAD
Serial Number:	78827516	ORGANIC CONCEPTS
Serial Number:	78827430	ORGANIC MILLS BAKERY

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Serial Number:	78637527	PEACE COOKIE
Serial Number:	78710650	POPPY POWER
Serial Number:	78487786	STARCH WATCHER
Serial Number:	78549041	TAOINKE
Serial Number:	78710658	TUSCAN
Registration Number:	2376145	WOMAN'S BREAD
Serial Number:	78827453	WOMAN'S TORTILLA
Serial Number:	78154255	BABY CAKES
Serial Number:	78595179	BREAD DIPPING OIL
Serial Number:	78409978	CARB WATCHER
Serial Number:	78063390	EARLYRISERS
Serial Number:	75604569	ESSENE BITES
Serial Number:	78240739	GARLIC GIRL
Serial Number:	78150551	GOLDEN KAMUT
Serial Number:	75800065	MAN'S BREAD
Serial Number:	78143283	MERINGUE KISSES
Serial Number:	78036328	SEATTLE COOKIE COMPANY
Serial Number:	78017271	SOY POPS
Serial Number:	78463010	SUPER ATHLETE'S BREAD
Serial Number:	78043630	SUPERNATURAL
Serial Number:	78063570	TAOINKE
Serial Number:	75785560	WOMAN'S BAGEL
Serial Number:	75785555	WOMAN'S MUFFIN
Serial Number:	75785563	WOMAN'S MUFFINS

CORRESPONDENCE DATA

Fax Number: (716)878-8767

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 716-878-8890

Email: lturner@rich.com

Correspondent Name: Lorrie K. Turner

Address Line 1: 1150 Niagara Street

Address Line 2: Rich Products Corporation Legal Depart

Address Line 4: Buffalo, NEW YORK 14213

ATTORNEY DOCKET NUMBER:	FMB ASSIGNMENTS S98 9988
NAME OF SUBMITTER:	Lorrie K. Turner

Signature:	/Lorrie K. Turner/
Date:	07/24/2006

Total Attachments: 5
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ASSIGNMENT OF TRADEMARKS

This Assignment of Trademarks (the "Assignment") is made as of July 12, 2006 by and between Lynn R. Gordon, an individual residing at 11011 Moller Drive NW, Gig Harbor, WA 98332 (the "Assignor"), and Rich Products Corporation, a Delaware corporation (the "Assignee"). Reference is made to that certain Asset Purchase Agreement, dated as of July 12, 2006 (the "Agreement"), by and between French Meadow Bakery, Inc., a Minnesota Corporation; FMB Wholesale Division, Inc., a Minnesota corporation; Organic Concepts, LLC, a Minnesota limited liability company, Assignor, Steven J. Shapiro and the Assignee. Capitalized terms not otherwise defined in this Assignment shall have the meanings ascribed to them in the Agreement.

The Assignor is the owner of the trademarks and trade names set forth in Schedule 1 to this Assignment (hereinafter the "Trademarks") and by this Assignment, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor hereby sells, conveys, assigns, transfers and delivers to the Assignee and its successors and permitted assigns, to have and to hold free and clear of all encumbrances, including any and all liens, and security interests, all the Assignor's right, title and interest in and to the Trademarks, including all the common law rights therein, all the trademark registrations for the Trademarks, and all the goodwill of the business attached to and symbolized by the Trademarks and the registration therefore.

The Assignor covenants with the Assignee that the Assignor will take all such further actions, execute and deliver all such further documents and do all other acts and things as the Assignee may reasonably request for the purpose of carrying out the intent of this Assignment, including, but not limited to execution of all oaths, assignments, powers of attorney and other papers related thereto.

The Assignor hereby authorizes the United States Patent and Trademark Office and other corresponding officials of other jurisdictions, as appropriate, to record this instrument and to record the Assignee as the owner of the Trademarks.

This Assignment will be binding on the Assignor and her successors and permitted assigns, and will inure to the benefit of the Assignee and its successors and permitted assigns. Nothing contained in this Agreement will be deemed to amend, supplement or modify any of the rights or obligations of the Assignee or Assignor under the Agreement.

This Assignment will be governed by and construed and interpreted in accordance with the substantive laws of the State of Minnesota, without giving effect to any conflict of laws rule or principle that might result in the application of the laws of another jurisdiction.

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Executed as of the date first written above.

ASSIGNOR:

Lynn R. Gordon

THE STATE OF MINNESOTA §

COUNTY OF HENNEPIN §

The foregoing instrument was acknowledged before me this 12th day of July, 2006, by Lynn R. Gordon, an individual citizen of the State of Washington.

[SEAL]

Notary Public in and for the
State of Minnesota

MARY B. STANLEY
NOTARY PUBLIC – MINNESOTA
My Commission Expires Jan. 31, 2010

My Commission Expires:

ASSIGNEE:

RICH PRODUCTS CORPORATION

By: Jill K. Bond
Name: Jill K. Bond
Title: Vice President

THE STATE OF NEW YORK §

COUNTY OF ERIE §

The foregoing instrument was acknowledged before me this 14th day of July, 2006, by ~~William E. Grieshober, Jr.~~ Jill K. Bond, the ~~Assistant Secretary~~ VP of Rich Products Corporation, a Delaware corporation, on behalf of said corporation.

[SEAL]

Erica B Rigely

Notary Public in and for
the State of New York

ERICA B. RIGELY
Notary Public, State of New York
Qualified in Erie County
My Commission Expires 10/25/08

SCHEDULE 1

TRADEMARKS

MARK	COUNTRY	APP NO. / REG NO.	CLASS	GOODS
ATHLETE'S BREAD	U.S.	Application 78297506	030	Breads and bakery goods
FRENCH MEADOW BAKERY & CAFE	U.S.	Application 78716630	043	Restaurant Services
FRENCH MEADOW	U.S.	Registration 1527222	030	Bakery Goods
FRENCH MEADOW	Japan	Registration 4821774	?	Bakery Goods
FRENCH MEADOW	Minnesota	Registration 10995	?	Bakery Goods
HEALTHSEED	U.S.	Registration 2367112	030	Breads and Bakery Goods
HEALTHSEED	Canada	Registration TMA646174	N/A	Breads
HEALTHY HEMP	U.S.	Registration 2633686	030	Breads and Bakery Goods
HEALTHY HEMP	U.S.	Application 78847038		Bakery goods, bread and tortillas
HEALTHY HEMP	Canada	Application 1272665	N/A	Sprouted bread, Organic Grains
HIMALAYAN CHAI	U.S.	Application 78710654	030	Trail mix, whole grain clusters, granola, granola crunch, granola clusters, muesli, cold cereal, hot cereal, cookies, muffins, bars and salad sprinkes
KAYAKERS'	U.S.	78710656	030	Trail mix, whole grain clusters, granola, granola crunch, granola clusters, muesli, cold cereal, hot cereal, cookies, muffins, bars and salad sprinkes
LOAVES AND FISHES	U.S.	Registration 3059538	030	Breads and Other Bakery Goods
LOVE COOKIE	U.S.	Application 78637530	030	A nut and fruit drop cookie
MEN'S TORTILLA	U.S.	Application 78917215	030	Bakery Goods, Tortillas
MEN'S BREAD	U.S.	Registration 2601753	030	Breads and bakery goods
MEN'S BREAD	Canada	Registration TMA651258	N/A	Breads
ORGANIC CONCEPTS	U.S.	Application 78827516	030	Organic food products, namely, bakery goods, bread, tortillas
ORGANIC MILLS BAKERY	U.S.	Application 78827430	030	Organic food products, namely, bakery goods, bread, tortillas
PEACE COOKIE	U.S.	Application 78637527	030	A coffee flavored drop cookie
POPPY POWER	U.S.	Application 78710650	030	Trail mix consisting primarily of processed fruits, processed nuts, and raisins; fruit and nut based snack bars; salad sprinkles consisting primarily of processed nuts, dried fruit, and processed edible seeds
STARCH WATCHER	U.S.	Application 78487786	030	Breads, rolls, tortillas and bakery goods

MARK	COUNTRY	APP NO. / REG NO.	CLASS	GOODS
TAOINKE	U.S.	Application 78549041	030	Breads, rolls and bakery goods
TUSCAN	U.S.	Application 78710658	030	Trail Mix, Whole Grain Clusters, Granola Crunch, Granola Clusters, Muesli, Cold Cereal, Hot Cereal, Cookies, Muffins, Bars, and Salad Spinkles
WOMAN'S BREAD	CANADA	Registration TMA645915	N/A	Breads
WOMAN'S BREAD	U.S.	Registration 2376145	030	Breads and Bakery Goods
WOMAN'S TORTILLA	U.S.	Application 78827453	030	Bakery goods; tortillas
WOMAN'S TORTILLA	CANADA	Application 1298075	N/A	Bakery goods and tortillas
BABY CAKES	U.S.	Application 78154255	030	Chocolate cupcakes made without any animal based ingredients
BREAD DIPPING OIL	U.S.	Application 78595179	029	A blend of high omega oils as a dip for bread
CARB WATCHER	U.S.	Application 78409978	030	Breads, rolls and tortillas
EARLYRISERS	U.S.	Application 780633390	030	Breakfast entries
ESSENCE BITES	U.S.	Application 75604569	030	Breads and bakery goods
FRENCH MEADOW	Canada	Application 1168524	N/A	Bakery Goods
GARLIC GIRL	U.S.	Application 78240739	029	Refrigerated and frozen processed garlic products including chopped pureed and crushed garlic and various garlic spreads
GOLDEN KAMUT	U.S.	Application 78150551	030	Bread and other bakery goods made from Kamut grain
HEALTHY HEMP BREAD	Canada	Application 1103592	N/A	Breads
MAN'S BREAD	U.S.	Application 75800065	030	Breads and Bakery Goods
MERINGUE KISSES	U.S.	Application 78143283	030	Meringue Cookies
SEATTLE COOKIE COMPANY	U.S.	Application 78036328	030	Cookies and bakery goods
SOY POPS	U.S.	Application 78017271	030	Soy enhanced candy on a stick
SUPER ATHLETE'S BREAD	U.S.	Application 78463010	030	Breads and bakery goods
SUPERNATURAL	U.S.	Application 78043630	003	Shampoo and hair conditioners
TAOINKE	U.S.	Application 78063570	030	Bakery goods
WOMAN'S BAGEL	U.S.	Application 75785560	030	Bakery goods
WOMAN'S MUFFIN	U.S.	Application 75785555	030	Bakery goods
WOMAN'S MUFFIN	U.S.	Application 75785563	030	Bakery goods