

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	01/01/2005

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
DANONE ARGENTINA S.A.		09/29/2006	CORPORATION: ARGENTINA

**RECEIVING PARTY DATA**

Name:	BAGLEY ARGENTINA S.A.
Street Address:	MARCELINO BERNARDI 18, ARROYITO, DEPARTMENT OF SAN JUSTO
City:	PROVINCE OF CORDOBA
State/Country:	ARGENTINA
Entity Type:	SOCIETE ANONYME: ARGENTINA

**PROPERTY NUMBERS Total: 11**

Property Type	Number	Word Mark
Serial Number:	78177927	CRIOLLITAS
Serial Number:	78177068	OPERA
Serial Number:	78271114	PANCHITAS
Registration Number:	3003598	AMOR
Registration Number:	1309523	BAGLEY
Registration Number:	2889208	CHOCOLINAS
Registration Number:	2925061	MELLIZAS
Registration Number:	2834355	PORTENITAS
Registration Number:	2808587	RUMBA
Registration Number:	2895173	SONRISAS
Registration Number:	2804823	TRAVIATA

**CORRESPONDENCE DATA**

Fax Number: (212)837-6269

**TRADEMARK  
 REEL: 003412 FRAME: 0171**

**900060571**

**OP \$290.00 78177927**

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

Phone: 2128376550  
Email: kuhn@hugheshubbard.com  
Correspondent Name: Perla M. Kuhn  
Address Line 1: Hughes Hubbard & Reed LLP  
Address Line 2: One Battery Park Plaza  
Address Line 4: New York, NEW YORK 10004-1482

ATTORNEY DOCKET NUMBER:	070104.2800 PMK/ESP
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**DOMESTIC REPRESENTATIVE**

Name: Perla M. Kuhn  
Address Line 1: Hughes Hubbard & Reed LLP  
Address Line 2: One Battery Park Plaza  
Address Line 4: New York, NEW YORK 10004-1482

NAME OF SUBMITTER:	Perla M. Kuhn
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Signature:	/Perla M. Kuhn/
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Date:	10/19/2006
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**Total Attachments: 13**

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**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE**

**ASSIGNMENT NUNC PRO TUNC**

WHEREAS, Danone Argentina S.A., having a place of business at Moreno 877, 12<sup>th</sup> Floor, Buenos Aires, Argentina, has adopted, used and is using the marks that are the subject of application and registration in the United States Patent and Trademark Office as follows:

<b><u>Trademark</u></b>	<b><u>Application/ Registration No.</u></b>	<b><u>Application/ Registration Date</u></b>
CRIOLLITAS	78/177,927	October 24, 2002
OPERA	78/177,068	October 22, 2002
PANCHITAS	78/271,114	July 7, 2003
AMOR	3003598	October 4, 2005
BAGLEY	1309523	December 11, 1984
CHOCOLINAS	2889208	September 28, 2004
MELLIZAS	2925061	February 8, 2005
PORTEÑITAS	2834355	April 20, 2004
RUMBA	2808587	January 27, 2004
SONRISAS	2895173	October 19, 2004
TRAVIATA	2804823	January 13, 2004

AND, WHEREAS, Bagley Argentina S.A., a Societe Anonyme of Argentina, having a place of business at Marcelino Bernardi 18, Arroyito, Department of San Justo, Province of Cordoba, Argentina, acquired the entire right, title and interest in and to the said marks, applications and registrations and any renewals that may be granted thereon, together with the goodwill of the business symbolized by the marks and past common law causes of action;

THAT, the undersigned Adrian L. Castro was the Officer of Danone Argentina S.A. at the time the assignment was effected and was aware of the particulars of the assignment set forth above;

THAT, this assignment is being executed now in order to clarify ownership of the aforementioned applications and registrations, and to confirm that said Danone Argentina S.A. did assign unto said Bagley Argentina S.A., all right, title and interest in and to the said marks, together with the goodwill associated by the marks and the applications and registrations thereof, with an effective date of January 1, 2005.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Danone Argentina S.A. hereby confirms the sale, assignment and transfer unto the said Bagley Argentina S.A., its successors and assigns, the entire right, title and interest in and to the said marks, applications and registrations and any renewals that may be granted thereon, together with the goodwill of the business symbolized by the marks and past common law causes of action.

DANONE ARGENTINA S.A.

By: 

Name: ADRIAN L. CASTRO

Title: Officer

Dated: SEPTEMBER 29, 2006.

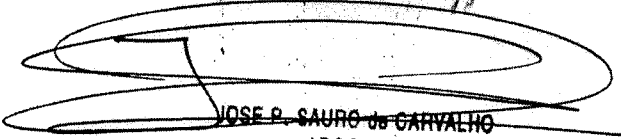
Certification

The undersigned, Attorney of Law, admitted to the practice of law in Buenos Aires, Argentina, and based upon a review of the documents listed on in Schedule 1, attached hereto, hereby certify and attest that:

- 1) On June 30, 2005, Bagley Argentina S.A and Danone Argentina S.A. entered into a Final Spin Off by Merger Agreement (the "Contract").
- 2) Pursuant to the Contract, Danone Argentina S.A., without dissolving or liquidating, spun off certain assets and liabilities, contractual, legal, labor and tax rights and obligations related to the biscuits business (the "Spun Off Equity")
- 3) The Spun Off Equity was merged with Bagley Argentina S.A., for tax, accounting and corporate purposes as of January 1, 2005, with Bagley Argentina S.A absorbing the Spun Off Equity.
- 4) The marks listed in the Schedule attached hereto, were part of the Spun Off Equity, and therefore, were absorbed by Bagley Argentina S.A.

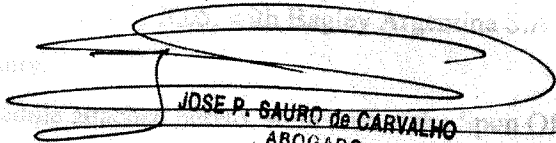
In witness thereof, I hereby certify and declare that the ownership of the marks enumerated in the Schedule attached hereto, belong to to Bagley Argentina S.A..

Buenos Aires, this 25 day of Sept, 2006.

  
JOSE P. SAURO DE CARVALHO  
ABOGADO  
T°87 F°985 C.P.A.C.F.

**SCHEDULE**

- 1) Deed No 4 of the Special General Meeting of Bagley Argentina S.A. dated on April 30, 2005.
- 2) Final Spun Off – Merger Agreement dated on June 30, 2005, celebrated between Bagley Argentina S.A. and Danone Argentina S.A.
- 3) Decision of the Corporate Record Office of the Province of Cordoba, dated on February 9, 2006, registered in the Contract and Dissolutions Protocol under Registration No. 4266-A3.

  
JOSE P. SAURO DE CARVALHO  
ABOGADO  
T°87 F°985 C.P.A.C.F.

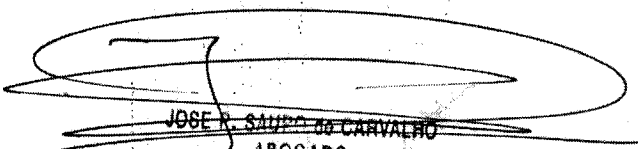
### Certificación

Por medio del presente, el suscripto, en su carácter de abogado matriculado en el Colegio de Abogados de la Capital Federal, Republica Argentina, teniendo a la vista la documentación que se detalla en el Anexo 1 adjunto al presente, da fe y certifica que:

- 1) Con fecha 30 de Junio de 2005, Bagley Argentina S.A y Danone Argentina S.A. celebraron un Acuerdo de Escisión – Fusión por Absorción (el “Contrato”).
- 2) En virtud del Contrato, Danone Argentina S.A. sin disolverse ni liquidarse, escindió ciertos activos y pasivos, derechos y obligaciones contractuales, legales, laborales y fiscales vinculadas al negocio de galletitas (el “Patrimonio Escindido”).
- 3) El Patrimonio Escindido fue fusionado con Bagley S.A. con efectos fiscales, contables y societarios al 1 de enero de 2005, resultando en consecuencia, que el Patrimonio Escindido fuera absorbido por Bagley Argentina S.A..
- 4) Las marcas detalladas en el Anexo adjunto al presente, forman parte del Patrimonio Escindido y en consecuencia, fueron absorbidas por Bagley Argentina S.A..

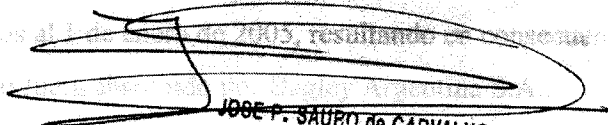
Dando fe de lo expuesto, certifico y declaro que la propiedad de las marcas enumeradas en el Anexo adjunto al presente, pertenece a Bagley Argentina S.A..

Buenos Aires, a los 15 del mes de Sept 2006.

  
JOSE R. SALVO DE CARVALHO  
ABOGADO  
T°87 F°985 C.P.A.C.F.

**ANEXO 1**

- 1) Acta Nro. 4 de la Asamblea General Extraordinaria de Bagley Argentina S.A. del 30 de abril de 2005.
- 2) Acuerdo Definitivo de Escisión-Fusión de fecha 30 de Junio de 2005, celebrado entre Bagley Argentina S.A. y Danone Argentina S.A.
- 3) Resolución de la Inspección de Personas Jurídicas de Córdoba de fecha 9 de febrero de 2006, inscripta en el protocolo de Contratos y Disoluciones bajo la Matricula 4266-A3.

  
JOSE P. SAURO DE CARVALHO  
ABOGADO  
T°67 F°985 C.P.A.C.F.



**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE**

Applicant : Bagley Argentina S.A.  
Mark : OPERA  
Serial No. : 78/177,068  
Filed : October 22, 2002

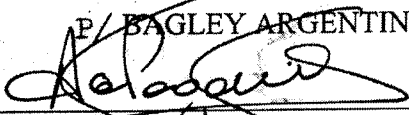
**POWER OF ATTORNEY**

**SIR:**

In the matter of the above-identified application, Applicant hereby appoints PERLA M. KUHN, PETER A. SULLIVAN, JULIUS RABINOWITZ, NATASHA N. REED, KRISTIN B. WHITING, [REDACTED] and RUSSELL W. JACOBS of the law offices of HUGHES HUBBARD & REED LLP, One Battery Park Plaza, New York, NY 10004-1482, its attorneys with full power to transact all business in the Patent Office in connection therewith.

**APPOINTMENT OF DOMESTIC REPRESENTATIVE**

HUGHES HUBBARD & REED LLP, whose postal address is One Battery Park Plaza, New York, New York 10004-1482, United States of America, is hereby designated Registrant's representative upon whom notices of process in proceedings affecting the mark may be served.

P/ BAGLEY ARGENTINA S.A.  
By:   
Name: ALFREDO GUSTAVO PAGANI  
Title: PRESIDENTE

Dated: SEPTEMBER 15th, 2006.-  
CORDOBA, REPUBLICA ARGENTINA.-

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**TRADEMARK**  
**REEL: 003412 FRAME: 0179**

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE**

Applicant : Bagley Argentina S.A.  
Mark : PANCHITAS  
Serial No. : 78/271,114  
Filed : July 7, 2003

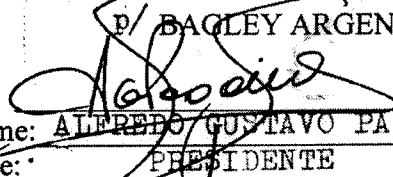
**POWER OF ATTORNEY**

**SIR:**

In the matter of the above-identified application, Applicant hereby appoints PERLA M. KUHN, PETER A. SULLIVAN, JULIUS RABINOWITZ, NATASHA N. REED, KRISTIN B. WHITING, [REDACTED] and RUSSELL W. JACOBS of the law offices of HUGHES HUBBARD & REED LLP, One Battery Park Plaza, New York, NY 10004-1482, its attorneys with full power to transact all business in the Patent Office in connection therewith.

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By:   
Name: ALFREDO GUSTAVO PAGANI  
Title: PRESIDENTE

Dated: SEPTEMBER 15th, 2006.-  
CORDOBA, REPUBLICA ARGENTINA.-

NY 1071992\_1.DOC

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE**

Registrant : Bagley Argentina S.A.  
Registration No. : 3003598  
Dated : October 4, 2005  
Trademark : AMOR

**POWER OF ATTORNEY**

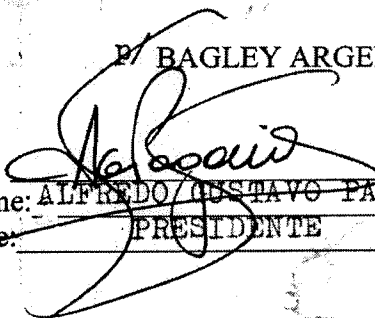
**SIR:**

In the matter of the above-identified Registration, Registrant hereby appoints PERLA M. KUHN, JULIUS RABINOWITZ, PETER A. SULLIVAN, NATASHA N. REED, KRISTIN B. WHITING, [REDACTED] and RUSSELL W. JACOBS of the law offices of HUGHES HUBBARD & REED LLP, One Battery Park Plaza, New York, NY 10004-1482, its attorneys with full power to transact all business in the Patent Office in connection therewith.

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P/ BAGLEY ARGENTINA S.A.

By:   
Name: ALFREDO/GUSTAVO PAGANI  
Title: PRESIDENTE

Dated: SEPTEMBER 15th, 2006.-  
CORDOBA, REPUBLICA ARGENTINA.-

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE**

Registrant : Bagley Argentina S.A.  
Registration No. : 2889208  
Dated : September 28, 2004  
Trademark : CHOCOLINAS

**POWER OF ATTORNEY**

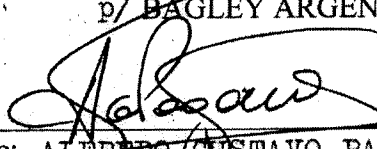
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In the matter of the above-identified Registration, Registrant hereby appoints PERLA M. KUHN, JULIUS RABINOWITZ, PETER A. SULLIVAN, NATASHA N. REED, KRISTIN B. WHITING, [REDACTED] and RUSSELL W. JACOBS of the law offices of HUGHES HUBBARD & REED LLP, One Battery Park Plaza, New York, NY 10004-1482, its attorneys with full power to transact all business in the Patent Office in connection therewith.

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p/ BAGLEY ARGENTINA S.A.

By:   
Name: ALFREDO GUSTAVO PAGANI  
Title: PRESIDENTE

Dated: SEPTEMBER 15th, 2006.-  
CORDOBA, REPUBLICA ARGENTINA.-

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE**

Registrant : Bagley Argentina S.A.  
Registration No. : 2925061  
Dated : February 8, 2005  
Trademark : MELLIZAS

**POWER OF ATTORNEY**

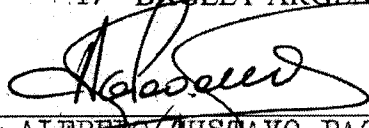
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Title: PRESIDENTE

Dated: SEPTEMBER 15<sup>th</sup>, 2006.-  
CORDOBA, REPUBLICA ARGENTINA.-

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE**

Registrant : Bagley Argentina S.A.  
Registration No. : 2834355  
Dated : April 20, 2004  
Trademark : PORTENITAS

**POWER OF ATTORNEY**

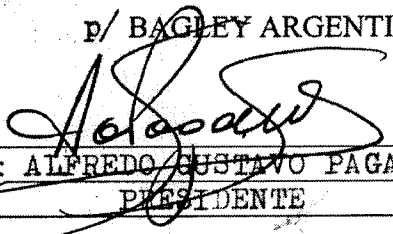
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CORDOBA, REPUBLICA ARGENTINA.-

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE**

Registrant : Bagley Argentina S.A.  
Registration No. : 2804823  
Dated : January 13, 2004  
Trademark : TRAVIATA

**POWER OF ATTORNEY**

**SIR:**

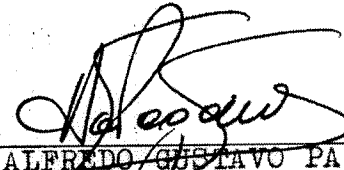
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BAGLEY ARGENTINA S.A.

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Name: ALFREDO GUSTAVO PAGANI  
Title: PRESIDENTE

Dated: ~~SEPTEMBER 15th~~, 2006.-  
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