

12-13-2006



COVER SHEET ONLY

To the Director of the

103347740

the attached documents or the new address(es) below.

12.11.06

1. Name of conveying party(ies)/Execution Date(s):

Gargiulo Inc.

- Individual(s)
- General Partnership
- Corporation-State **Florida**
- Other Citizenship (see guidelines)
- Association
- Limited Partnership

Execution Date(s) **November 29, 2006**

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: **Ag-Mart Produce, Inc. d/b/a Santa Sweets, Inc.**

Street Address: **4006 N. Airport Road**

City: **Plant City**

State: **Florida**

Country: **USA** Zip: **33563**

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No (Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,506,494

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown): **THE TOMATO THAT TASTES LIKE A TOMATO**

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: **James R. Meyer, Esquire**

Schnader, Harrison, Segal, & Lewis, LLP

Street Address: **1600 Market Street, Suite 3600**

City: **Philadelphia**

State: **PA** Zip: **19103**

Phone Number: **215-751-2622**

Fax Number: **215-972-7677**

Email Address: **jmeyer@schnader.com**

6. Total number of applications and registrations involved **1**

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$40.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information

a. Credit Card Last 4 Numbers _____

Expiration Date _____

b. Deposit Account Number _____
Authorized User Name _____

OFFICE OF PUBLIC RECORDS
FINANCE SECTION
DEC 11 PM 3:20

9. Signature:

12/12/2006 BYRNE 0000025 2506494
01 FC:8521

James R. Meyer
Signature
40.00

December 8, 2006
Date

James R. Meyer
Name of Person Signing

Total number of pages including cover sheet, attachments, and documents:

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995

1410327v11

TRADEMARK
REEL: 003451 FRAME: 0728

ASSIGNMENT OF TRADEMARK

WHEREAS, Gargiulo Inc., a corporation organized under the laws of the state of Florida, having offices at 15000 Old 41North Naples, FL 33936 (hereinafter referred to as the "Assignor") was the owner of the trademark, **THE TOMATO THAT TASTES LIKE A TOMATO**, which mark is the subject of U.S. Trademark Registration No. 2,506,494 (the "Mark");

WHEREAS, Ag-Mart Produce, Inc. d/b/a Santa Sweets, Inc., a corporation organized under the laws of the state of Florida, having offices at 4006 N. Airport Road, Plant City, FL 33563 (hereinafter referred to as the "Assignee") has acquired the entire right, title and interest in and to the Mark, including all of the goodwill of the business in connection with which the Mark is used and symbolized by the Mark.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor confirms that it assigned, transferred and set over unto Assignee, its successors and assigns, the entire right, title and interest in and to the Mark, the goodwill of the business in connection with which the Mark is used and symbolized by the Mark, and the right to recover for past infringements of the Mark, to have and to hold the same as fully and completely as the same might have been held by the Assignor had this assignment not been made.

Assignor agrees, at Assignee's expense and request, to take all lawful acts which Assignee may deem advisable or necessary in order to render this assignment fully effective and to register and enforce the rights conveyed hereby, including without limitation, execution of lawful documents, and cooperation in production of evidence and giving of testimony in connection with proceedings to enforce the rights conveyed hereby.

Gargiulo Inc.

Date: 11/29/2006

By: 

Name: Christian Lelu
Title: President and CEO

Ag-Mart Produce, Inc. d/b/a Santa Sweets, Inc.

Date: 11/29/2006

By: 

Name: Joseph Procacci
Title: CEO, Secretary, and Treasurer

PHDATA 1407926_1

MAILING CERTIFICATE

I hereby certify that this paper or fee is being deposited with the United States Postal Service as first class mail with sufficient postage on the date indicated below addressed to:

Mail Stop Assignment Recordation Services
Director of the United States Patent and Trademark Office
P.O. Box 1450
Alexandria, VA 22313-1450

Date of Deposit: 12/8/2006

Name: Kimberly Bittinger
Kimberly Bittinger