

**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 Brands, Inc.		05/28/2007	CORPORATION: NEBRASKA

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	ConAgra Foods Lamb Weston, Inc.
<b>Street Address:</b>	8701 West Gage Blvd.
<b>City:</b>	Kennewick
<b>State/Country:</b>	WASHINGTON
<b>Postal Code:</b>	99336-1034
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 11**

Property Type	Number	Word Mark
Serial Number:	74432890	INLAND VALLEY
Serial Number:	76146069	INLAND VALLEY
Serial Number:	75731742	INLAND VALLEY STUFFED SANDWICHES
Serial Number:	74698591	INLAND VALLEY
Serial Number:	73292554	LAMB WESTON
Serial Number:	73292553	LAMB WESTON
Serial Number:	73292555	LAMB WESTON
Serial Number:	76042801	LAMBWESTON STACKERS
Serial Number:	73838074	LW PRIVATE RESERVE
Serial Number:	76152227	LW PRIVATE RESERVE
Serial Number:	74099473	LW PRIVATE RESERVE LAMBWESTON

<b>CORRESPONDENCE DATA</b>	
<b>Fax Number:</b>	(402)952-6870
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	

**OP \$290.00 74432890**

Phone: 4023413070  
Email: trademark@mcgrathnorth.com  
Correspondent Name: Tracy L. Deutmeyer  
Address Line 1: 1601 Dodge Street  
Address Line 2: Suite 3700 First National Tower  
Address Line 4: Omaha, NEBRASKA 68102

NAME OF SUBMITTER:	Tracy L. Deutmeyer
Signature:	/Tracy L. Deutmeyer/
Date:	07/11/2007

Total Attachments: 2  
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**ASSIGNMENT**

This Assignment ("Assignment") is entered into by and between CONAGRA BRANDS, INC., a Nebraska corporation, having its principal offices at One ConAgra Drive, Omaha, Nebraska 68102 ("Assignor"), and CONAGRA FOODS LAMB WESTON, INC., a Delaware corporation, having its principal offices at 8701 West Gage Blvd., Kennewick, Washington 99336-1034 ("Assignee").

WHEREAS, Assignor is the owner of the trademarks and the associated registrations and/or applications for registration thereof existing in the United States listed on Exhibit "A" hereto ("Trademarks"):

WHEREAS, Assignee is desirous of acquiring all right, title and interest in and to said Trademarks.

NOW THEREFORE, be it known that for Ten Dollars (US\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee, as a successor to that portion of the ongoing and existing business of Assignor to which said Trademarks pertain, all of Assignor's right, title and interest in the United States in and to said Trademarks, together with the goodwill of the business symbolized by said Trademarks, any future registrations of said Trademarks, all trade dress and all common law rights associated with said Trademarks, all causes of action and other rights that may be asserted under said Trademarks, the right to sue third parties for infringement of or improper activities regarding said Trademarks, and the right to enjoy all of the monetary benefits obtained as a result of any such litigation, the same to be held and enjoyed by Assignee, its successors and assigns, as fully and entirely as the same would have been held and enjoyed by Assignor had this Assignment not been made.

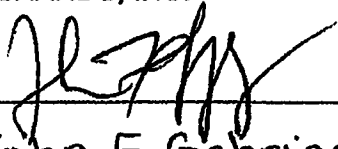
Dated effective the 28th day of May, 2007.

CONAGRA BRANDS, INC.

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

  
\_\_\_\_\_  
John F. Gehring

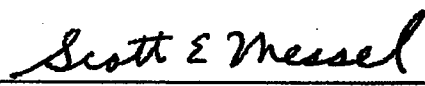
Vice President + Controller

CONAGRA FOODS LAMB WESTON, INC.

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

  
\_\_\_\_\_  
Scott E. Messel

Vice President + Treasurer

EXHIBIT "A"

<u>Mark</u>	<u>App. #</u>	<u>Reg. #</u>
INLAND VALLEY	74/432,890	1,840,689
INLAND VALLEY	76/146,069	2,503,949
INLAND VALLEY	75/731,742	2,507,696
INLAND VALLEY	74/698,591	2,803,856
LAMB WESTON (STYLIZED)	73/292,554	1,202,231
LAMB WESTON (STYLIZED)	73/292,553	1,205,614
LAMB WESTON (STYLIZED)	73/292,555	1,185,018
LAMB WESTON STACKERS & DESIGN	76/042,801	2,632,602
LW PRIVATE RESERVE	73/838,074	1,631,766
LW PRIVATE RESERVE	76/152,227	2,566,967
LW PRIVATE RESERVE LAMB WESTON & DESIGN	74/099,473	1,668,656