

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

Our Ref.: FPP-5197-2

Mall Stop Assignment Recordation Services Via fax only: 571-273-0140

Commissioner for Patents

P.O. Box 1450

Alexandria, VA 22313-1450

To the Commissioner for Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

John F. Cope Co., Inc.

- Individual(s)
- General partnership
- Corporation-State: Pennsylvania
- Other: _____
- Association
- Limited Partnership

3. Nature of conveyance:

- Assignment
- Security Assignment
- Other: _____
- Merger
- Change of Name

Execution Date: April 26, 2005

2. Name and address of receiving party(ies):

Name: Farm Stand Foods, LLC

Internal Address: _____

Street Address: 1301 Carlisle Pike

City: Hanover, York County

State/Country: PA

Zip: 17331

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other Limited Liability Co. of PA

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)

Additional name/s & address/es attached Yes No

4. Application number(s) or registration number(s):

If this document is being filed together with a new application, the execution date of the application is: _____

A. Trademark Application No.(s)

- (1)
- (2)
- (3)

B. Trademark Registration No.(s)

- (1) 2547310
- (2)
- (3)

Additional numbers attached? Yes No

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

Name: Frank P. Presta

Internal Address: _____

Street Address: Nixon & Vanderhye P.C.

901 North Glebe Road

11th Floor

City Arlington State: VA Zip: 22203

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41)(8521; \$40) (8522; \$25)\$ 40.00

- Enclosed
- Authorized to be charged to deposit account #14-1140

8. The Commissioner is hereby authorized to charge any deficiency, or credit any overpayment, in the fee(s) filed, or asserted to be filed, or which should have been filed herewith (or with any paper thereafter filed in this application by this firm) to our Account No. 14-1140.

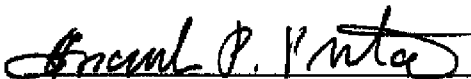
DO NOT USE THIS SPACE

9. Statements and signature.

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.

Frank P. Presta

Name of Person Signing



Signature

November 21, 2007

Date

Total number of pages including cover sheet, attachments and document: _____

FPP:cgp

CH \$40.00 141140 2547310

ASSIGNMENT OF REGISTRATION OF TRADEMARK AGREEMENT

THIS ASSIGNMENT OF REGISTRATION OF TRADEMARK AGREEMENT (the "**Assignment**"), is made and entered into this 26th day of April, 2005, by and between **JOHN F. COPE CO., INC.**, a Pennsylvania corporation, with offices located at 156 Harrisburg Avenue, P.O. Box 419, Reams, Pennsylvania 17570 (hereinafter referred to as "**Assignor**") and **FARM STAND FOODS, LLC**, a Pennsylvania limited liability company, with offices located at 1301 Carlisle Pike, Hanover, York County, Pennsylvania 17331 (hereinafter referred to as "**Assignee**").

RECITALS

WHEREAS, the Assignor owns that certain trademark, registered with the U.S. Patent Office, more fully described on Exhibit "A" attached hereto and incorporated herein by reference (the "**Trademark**"); and

WHEREAS, pursuant to that certain asset purchase agreement (the "**Asset Purchase Agreement**") dated August 15, 2005, by and between Assignor and Assignee, Assignor has agreed to transfer the Trademark to Assignee all on the terms and conditions contained therein; and

WHEREAS, the Assignor wishes to assign the Trademark to the Assignee and the Assignee agrees to accept the assignment of the Trademark.

NOW THEREFORE, the parties hereto, intending to be legally bound, and in consideration of the sum of One Dollars (\$1.00), in hand paid, and in consideration of the mutual covenants and promises set forth herein and in the Asset Purchase Agreement, agree as follows:

1. Assignor hereby transfers, grants, conveys, assigns and sets over to Assignee, all of Assignor's right, title and interest in and to the Trademark and its registration, together with that part of the good will of the business connected with the use of and symbolized by the Trademark.
2. Assignee hereby agrees to execute and deliver any and all documents, instruments and writings that Assignor may reasonably request in order to effectuate the intent of this Assignment.
3. Assignee may continue to use the Trademark in accordance with and subject to the provisions of that certain Trademark License Agreement between the parties dated July 15, 2005.
4. The provisions of this Assignment shall inure to the benefit of and shall be binding upon Assignee and Assignor and their respective heirs, personal representatives, successors and assigns.

TRADEMARK

REEL: 003665 FRAME: 0570

5. This Agreement shall be construed under and interpreted in accordance with the domestic, internal laws (but not the law of conflict of laws) of the Commonwealth of Pennsylvania.

IN WITNESS WHEREOF, the parties, by their respective authorized representatives, have hereunto set their hands on the date and year first written above.

JOHN F. COPE, INC.:

By: *Larry A. Soors*
Name: *Larry A. Soors*
Title: *CEO*

FARM STAND FOODS, LLC:

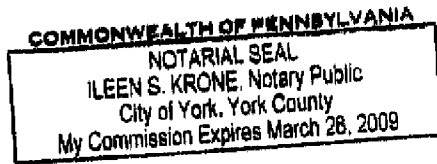
By: *Allen W. Bittinger*
Name: *Allen W. Bittinger*
Title: *MANAGING MEMBER*

COMMONWEALTH OF PENNSYLVANIA:

COUNTY OF York : SS.

On this 26th day of April, 2005, before me, the undersigned Notary Public, personally appeared Larry A. Jones who acknowledged him/herself to be CEO of JOHN F. COPE CO., INC., a Pennsylvania corporation, and that he/she as such CEO being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by him/herself as CEO.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.



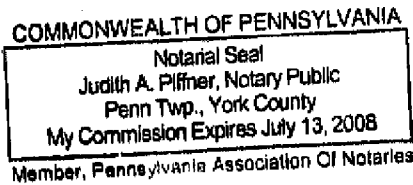
Ileen S. Krone
Notary Public

COMMONWEALTH OF PENNSYLVANIA:

COUNTY OF York : SS.

On this 26th day of April, 2005, before me, the undersigned Notary Public, personally appeared Allen W. Bittinger who acknowledged him/herself to be Managing Member of FARM STAND FOODS, LLC, a limited liability company organized and operating under the laws of the Commonwealth of Pennsylvania, and that he/she as such Managing Member being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the company by him/herself as Managing member.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.



Judith A. Piffner
Notary Public

EXHIBIT "A"

FEDERAL TRADEMARK REGISTRATION

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
JOHN F. COPE, INC. ("Head") (see attached registration)	2,547,310	Mar. 12, 2002