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OPR/FINANCE

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents of the new address(es) below.

89.81.15

1. Name of conveying party(ies):

Sterling Foods, Ltd.

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

Citizenship (see guidelines) Texas

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) November 14, 2007

- 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: Sterling Foods, LLC

Internal

Address: _____

Street Address: 1075 Arion Parkway

City: San Antonio

State: Texas

Country: USA Zip: 78216

- 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)

SEE EXHIBIT A ATTACHED

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: Thomas E. Sisson

Internal Address: Jackson Walker, LLP

Street Address: 112 E. Pecan St., Suite 2400

City: San Antonio

State: Texas Zip: 78205

Phone Number: 210/978-7754

Fax Number: 210/978-7790

Email Address: tsissonipdocket@jw.com

6. Total number of applications and registrations involved:

3

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 90

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

8. Payment Information:

- a. Credit Card 04/18/2008 00000046 2889776
Expiration Date _____
- b. Deposit Account Number _____ 40.00 OF 50.00 OF
Authorized User Name _____

9. Signature:

Signature

16 April 2008
Date

Thomas E. Sisson

Name of Person Signing

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

4

TRADEMARK ASSIGNMENT

THIS ASSIGNMENT is made this 14th day of November, 2007, between **STERLING FOODS, LTD**, a Texas limited partnership (the "Assignor") and **STERLING FOODS, LLC**, a Texas limited liability company (the "Assignee").

WHEREAS, Assignor is the owner in the United States of the trademarks set forth on Exhibit A attached hereto (the "Trademarks"); and

WHEREAS, pursuant to Assignment, Assumption and First Amendment Agreement, dated as of November 14, 2007, Assignor has agreed to assign the Trademarks to Assignee, and Assignee hereby accepts said assignment.

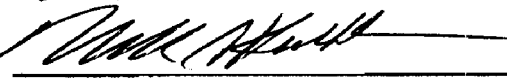
NOW THEREFORE, in consideration of the above, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns, sells and transfers to Assignee, all right to and title and interest in the Trademarks including any and all common law rights, all of the goodwill of the business pertaining to the Trademarks and registrations thereof, and all rights of recovery for past infringement thereof, to have and to hold for Assignee's own use and enjoyment, and for the use and enjoyment of its successors and assigns, as fully and completely as the same would have been held by Assignor had this assignment and sale not been made.

[Signatures on following page]

IN WITNESS WHEREOF, Assignor has executed this Assignment as of the date first written above.

STERLING FOODS, LTD.

("Assignor")

By: 
Name: MARK S. KUEHL
Title: VP

**STERLING FOODS, LLC, as successor to
Sterling Foods, Ltd.**

("Assignee")


By: 
Name: MARK S. KUEHL
Title: VP

EXHIBIT A

Trademarks

1. REGISTERED TRADEMARKS
 - a. US Reg. No. 2,089,776, issued 8/19/1997, "Mom Never Made "Em This Good"
 - b. US Reg. No. 2,213,194, issued 12/22/98, "No Mess Cookie Dough"
 - c. US Reg. No. 2,513,992, issued 12/04/2001, "S Sterling"

2. UNREGISTERED TRADEMARKS
 - a. Trademark: "Sterling Indulgent Sections"
 - b. Trademark: "Sweetly Twisted"
 - c. Trademark: "Sterling Coffeehouse Collection Cakes"
 - d. Trademark: "Sterling Celebration Cakes"