

TRADEMARK ASSIGNMENT

WHEREAS,

Abraham Marcelo González-Torres
Calle 4 Sur, #123, Cd. Industrial Tizayuca
Tizayuca, Hidalgo, C. P. 43800
Mexico

(A Mexican Citizen)

(Hereinafter "ASSIGNOR"), is owner of the trademarks listed on the attached Schedule A, and

WHEREAS,

Fritos Totis, S A. de C V
Calle 4 Sur, # 123,
Ciudad Industrial Tizayuca
C. P. 43800
Tizayuca, Hidalgo
Mexico

A Mexican (SOCIEDAD ANONIMA) (SA DE CV)

(Hereinafter "ASSIGNEE"), is desirous of acquiring said trademarks

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, said ASSIGNOR does hereby assign to ASSIGNEE all right, title and interest in and to said trademarks, the Trademark Registrations and applications relating thereto, together with the goodwill of the business symbolized by said trademarks

IN TESTIMONY WHEREOF, ASSIGNOR has caused this agreement to be executed effective as of this 1st day of July, 2008.

Abraham Marcelo Gonzalez Torres

By: _____


**POWER OF ATTORNEY/APPOINTMENT OF
DOMESTIC REPRESENTATIVE**

Assignee appoints the following members of the firm Hoffman, Wasson & Gitler, PC, 2461 South Clark Street, Suite 522, Arlington, Virginia 22202-3823,

**Stewart L. Gitler
Martin P. Hoffman
Mitchell B. Wasson
Christopher J. McDonald**

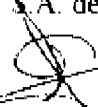
its attorneys, to prosecute this application, to make alterations and amendments therein, to transact all business in the U.S. Patent and Trademark Office in connection therewith and to receive the Certificate of Registration.

Please direct all communications to:

**Stewart L. Gitler, Esq.
Hoffman, Wasson & Gitler, PC
2461 South Clark Street
Suite 522
Arlington, Virginia 22202
(703) 415-0100
sgitler@hwglaw.com**

In addition, Assignee appoints Stewart L. Gitler, a member of the Bars of New York, the District of Columbia and Virginia, whose postal address is, 2461 South Clark Street, Suite 522, Arlington, Virginia 22202-3823, to be its domestic representative upon whom notice or process in proceedings affecting the mark may be served.

Fritos Totis, S.A. de C.V.


BY: ABRAHAM MARCELO GONZALEZ TORRES

Title: ADMINISTRATOR

SCHEDULE A

Serial Number	Reg. Number	Word Mark
1	78792999	TOTIS
2	78905858	Miscellaneous Design
3	78905921	Miscellaneous Design
4	78905881	Miscellaneous Design
5	78905820	Miscellaneous Design
6	78970574	3242555 SANTURRONES
7	78970558	3245026 TOTIS PALITOS
8	78969492	TOTIS SPIROS
9	78969457	3363872 TOTIS CILINDROS
10	78922787	3367141 PASTAS Y PELLETS
11	78906794	3225158 Miscellaneous Design
12	78906727	3225156 Miscellaneous Design
13	78906391	3225150 Miscellaneous Design
14	78906367	3225148 Miscellaneous Design
15	78906329	3187468 TORCI-TOTIS
16	78906291	3183922 TOTIS
17	78906249	3183921 TOTIS
18	78728482	3148387 TORCI-TOTIS
19	78714260	CHE-TOTIS
20	77134746	TOTIS TOP-TOP'S
21	77134720	QUE TOTIS
22	76095858	2931058 TOTIS