

**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>
B.K.H. Popcorn, Inc.		02/24/2009	CORPORATION: NEBRASKA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	ConAgra Foods RDM, Inc.		
<b>Street Address:</b>	One ConAgra Drive		
<b>City:</b>	Omaha		
<b>State/Country:</b>	NEBRASKA		
<b>Postal Code:</b>	68102		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	1905823	NEW! B.K. HEUERMANN'S EXCLUSIVE POPPINGCORN	
Registration Number:	2505879	B.K.HEUERMANN'S EXCLUSIVE INTENSE BUTTER TASTE POPCORN	
Registration Number:	2697527	HEUERMANN'S MAGIC MUSHROOM POPCORN	
Registration Number:	2835872	EXCLUSIVE KETTLE KORN OLE' TIME	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(402)964-5050		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	(402) 964-5000		
<b>Email:</b>	pto-om@huschblackwell.com		
<b>Correspondent Name:</b>	Christopher M. Bikus		
<b>Address Line 1:</b>	1620 Dodge Street, Suite 2100		
<b>Address Line 4:</b>	Omaha, NEBRASKA 68102-1504		
<b>ATTORNEY DOCKET NUMBER:</b>	500627.178		
<b>NAME OF SUBMITTER:</b>	Christopher M. Bikus		

CH \$115.00 1905823

Signature:

/Christopher M. Bikus/

Date:

02/26/2009

Total Attachments: 2

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**TRADEMARK ASSIGNMENT**

WHEREAS, B.K.H. Popcorn, Inc., a corporation organized and existing under the laws of the State of Nebraska, with its principal office at 504 West Highway 34, Phillips, Nebraska 68865, ("Assignor"), is the sole owner of the entire right, title and interest in and to the trademarks registered with the United States Patent and Trademark Office as shown in the attached Exhibit A (hereinafter known as the "Marks"), together with the goodwill of the business in connection with which the Marks are used; and

WHEREAS, ConAgra Foods RDM, Inc., a corporation organized and existing under the laws of the State of Delaware, with its principal office and place of business at One ConAgra Drive, Omaha, Nebraska 68102 ("Assignee"), is desirous of acquiring the entire right, title and interest in and to the Marks, together with the goodwill of the business in connection with which the Marks are used; and

WHEREAS, Assignor desires to transfer all its right, title and interest in and to the Marks together with the goodwill of the business in connection with which the Marks are used.

NOW, THEREFORE, for one dollar and other good and valuable consideration, the sufficiency of which is hereby acknowledged, Assignor hereby transfers and assigns to Assignee its entire right, title and interest in and to the Marks together with the goodwill of the business in connection with which the Marks are used, as well as all renewals and extensions of registrations that are or may be secured by Assignee, its successors, assigns or other legal representatives, for Assignee's own use and enjoyment, and for the use and enjoyment of Assignee's successors, assigns or other legal representatives, as fully and entirely as the same would have been held and enjoyed by the Assignor if this Assignment had not been made, including, without limitation, all claims for damages by reason of past, present and future infringement or other unauthorized use of the Marks, with the right to sue for damages, and collect the same for Assignee's own use and enjoyment and for the use and enjoyment of its successors, assigns or other legal representatives.

Assignor hereby covenants and agrees that it will execute any and all instruments and documents reasonably necessary to aid the Assignee, its successors, legal representatives, and assigns, in the implementation and recordation of this Assignment.

This assignment is effective as of this 24 day of Feb, 2009.

Assignor: B.K.H. POPCORN, INC.

Assignee: CONAGRA FOODS RDM, INC.

X By: [Signature]

By: [Signature]

X Printed Name: BKHEUERMAN

Printed Name: Tracey Phillips Back

X Title: Pres.

Title: Vice President

Exhibit A

Trademark

Reg. No.

**NEW! B.K. HEUERMANN'S EXCLUSIVE POPPING CORN**

**1905823**

**EXCLUSIVE INTENSE BUTTER TASTE**

**2505879**

**HEUERMANN'S MAGIC MUSHROOM POPCORN**

**2697527**

**EXCLUSIVE OLE' TIME KETTLE KORN**

**2835872**