

**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>
Orograin Bakeries Products, Inc.		03/05/2010	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Arnold Products, Inc.		
<b>Street Address:</b>	255 Business Center Drive		
<b>City:</b>	Horsham		
<b>State/Country:</b>	PENNSYLVANIA		
<b>Postal Code:</b>	19044		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 6</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	1768797	OATNUT	
Registration Number:	3213917	SMART & HEALTHY	
Registration Number:	0932957		
Registration Number:	2966736	CARB CONSIDER	
Registration Number:	2965719	CARB COUNTING	
Registration Number:	2901334	CARB COUNTING	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(877)769-7945		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	214-292-4031		
<b>Email:</b>	tmdoctc@fr.com		
<b>Correspondent Name:</b>	Russell N. Rippamonti		
<b>Address Line 1:</b>	P.O. Box 1022		
<b>Address Line 4:</b>	Minneapolis, MINNESOTA 55440-1022		
<b>ATTORNEY DOCKET NUMBER:</b>	25025-0001002		

CH \$165.00 1768797

**900156489**

**TRADEMARK**  
**REEL: 004162 FRAME: 0753**

NAME OF SUBMITTER:	Russell N. Rippamonti
Signature:	/Russell N. Rippamonti/
Date:	03/08/2010
Total Attachments: 3 source=TM Assignments 3 5 2010#page1.tif source=TM Assignments 3 5 2010#page2.tif source=TM Assignments 3 5 2010#page3.tif	

## TRADEMARK ASSIGNMENT

WHEREAS, Orograin Bakeries Products, Inc., a corporation organized and existing under the laws of the State of Delaware, having a place of business at 255 Business Center Drive, Horsham, Pennsylvania 19044 ("Assignor") has adopted, used, is using the marks identified in the attached Schedule A (herein referred to as the "Marks") in the U.S.

WHEREAS, Arnold Products, Inc., a corporation organized and existing under the laws of the State of Delaware, having a place of business at 300 West North Avenue, Northlake, Illinois 60164 ("Assignee"), desires to acquire the Marks together with the good will of the business.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, Assignor does hereby sell, assign and transfer unto Assignee, its successors and assigns all right, title and interest in and to the Marks together with the good will of the business symbolized by the Marks, including any registrations that may have issued or applications that are pending in Assignor's name for the Marks. Assignor further sells, assigns and transfers unto Assignee its entire right, title and interest in and to any and all causes of action and rights of recovery for past infringement of the Marks.

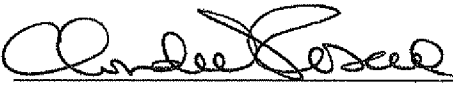
Assignor covenants that it or its representatives will, upon the request and at the expense of Assignee, do all other lawful acts necessary to enable Assignee to obtain, maintain and enforce full benefits from the rights and interests herein assigned.

This assignment shall be binding upon the successors and assigns of Assignor and shall inure to the benefit of the successors and assigns of Assignee.

IN WITNESS WHEREOF, said Assignor, has executed and delivered this instrument as of the date written below.

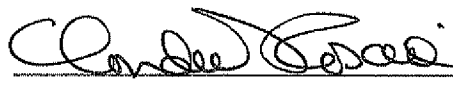
OROGRAIN BAKERIES PRODUCTS, INC.

Date: March 5, 2010


By:   
Name: Claudia V. Coscia  
Title: Assistant Secretary

ARNOLD PRODUCTS, INC.

Date: March 5, 2010

By:   
Name: Claudia V. Coscia  
Title: Assistant Secretary

**SCHEDULE A**

<b>Mark</b>	<b>Country</b>	<b>App. No. Filing Date</b>	<b>Reg. No. Issue Date</b>	<b>Status</b>
OATNUT	United States	74109761 25 Oct 1990	1768797 04 May 1993	Registered
SMART & HEALTHY	United States	78475995 30 Aug 2004	3213917 27 Feb 2007	Registered
	United States	72383467 10 Feb 1970	932957 25 Apr 1972	Registered
CARB CONSIDER	United States	78366802 12 Feb 2004	2966736 17 Jul 2005	Registered
CARB COUNTING	United States	76545420 17 Sep 2003	2965719 12 Jul 2005	Registered
<del>CARB</del> <del>COUNTING</del>	United States	76545411 17 Sep 2003	2901334 09 Nov 2004	Registered