

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Conagra Foods Food Ingredients Company, Inc.		07/12/2010	CORPORATION:
RECEIVING PARTY DATA			
Name:	Olam West Coast, Inc.		
Street Address:	7060 North Marks Avenue		
City:	Fresno		
State/Country:	CALIFORNIA		
Postal Code:	93711-0287		
Entity Type:	CORPORATION:		
PROPERTY NUMBERS Total: 16			
Property Type	Number	Word Mark	
Serial Number:	74099539	BASIC	
Serial Number:	77616879	FOOD & FLAVORCAST	
Serial Number:	76339632	GARDENFROST	
Serial Number:	74389503	GARDEN FROST	
Serial Number:	76603016	GILROY FOODS	
Serial Number:	77798408	KITCHEN CUTS	
Serial Number:	72155136	LO-BAC	
Serial Number:	72280295	MELLO-TOASTED	
Serial Number:	71530915	"MELLO-TOASTED"	
Serial Number:	74361572	REDI-MADE	
Serial Number:	73043572	SOTEX	
Serial Number:	73443921	SUNSPICED	
Serial Number:	71494481	SUN-SPICED	
Serial Number:	71560364	SUNSPICED	

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TRADEMARK
REEL: 004309 FRAME: 0013

Serial Number:	73109883	SUPER TOPPER
Serial Number:	77609027	GILROY FOODS & FLAVORS

CORRESPONDENCE DATA

Fax Number: (202)756-8087

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 2125475400

Email: dtirella@mwe.com

Correspondent Name: McDermott Will & Emery LLP

Address Line 1: 600 13th Street NW

Address Line 4: Washington, DISTRICT OF COLUMBIA 20005-3096

ATTORNEY DOCKET NUMBER:	079310-0016
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NAME OF SUBMITTER:	Donna M. Tirella
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Signature:	/Donna M. Tirella/
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Date:	11/02/2010
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Total Attachments: 6

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TRADEMARK ASSIGNMENT AGREEMENT

This Trademark Assignment Agreement ("Trademark Assignment"), dated July 12, 2010, is by and between CONAGRA FOODS FOOD INGREDIENTS COMPANY, INC., an entity formed and organized under the laws of Delaware ("Assignor"), and OLAM WEST COAST, INC., an entity formed and organized under the laws of Delaware ("Assignee").

WHEREAS, Assignor owns all right, title and interest in and to the trademarks and service marks listed on the attached Schedule A, and all applications and registrations pertaining thereto, and all common law rights associated therewith, together with all goodwill arising from the use of and symbolized by said marks, all such rights existing in any jurisdiction (collectively, the "Trademarks");

WHEREAS, Assignor and Assignee are parties to that certain Asset Purchase Agreement, dated as of June 7, 2010 (as amended, the "Asset Purchase Agreement"), pursuant to which Assignor has agreed to sell, assign, convey, transfer and deliver to Assignee or its designee the name "Gilroy Foods and Flavors" (subject to Section 5.14 of the Asset Purchase Agreement), the Transferred IP (as defined in the Asset Purchase Agreement) and all of its right, title and interest therein including, without limitation, the Trademarks;

WHEREAS, Assignee desires for Assignor to sell, assign, convey, transfer and deliver to Assignee, all right, title and interest in and to the Trademarks;

WHEREAS, the parties wish to execute and deliver this Trademark Assignment for the purpose of confirming the assignment of the Trademarks from Assignor to Assignee; and

WHEREAS, this Trademark Assignment is effective as of July 12, 2010.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, assign, convey, transfer and deliver to Assignee, its successors and assigns, all right, title and interest in and to the Trademarks throughout the world, together with all goodwill arising from the use of and symbolized by the Trademarks, the right to conduct business under the Trademarks, including the right to license to others under the Trademarks the portion of the business of Assignor to which any intent-to-use application pertains, together with the right to sue, counterclaim and recover damages and profits and all other remedies for claims of past, present and future infringement or misappropriation thereof, and all income, royalties, damages, and payments now or hereafter due or payable with respect to the Trademarks.

[signature page follows]

IN WITNESS WHEREOF, Assignor and Assignee have caused this Trademark Assignment to be duly executed by an authorized officer as of the date first written above.

ASSIGNOR

**CONAGRA FOODS FOOD INGREDIENTS
COMPANY, INC.**

By: Bill J. Hahn
Name: Bill J. Hahn
Title: Authorized Representative

ASSIGNEE

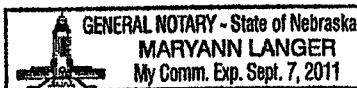
OLAM WEST COAST, INC.

By: _____
Name: _____
Title: _____

STATE OF NEBRASKA)
) ss:
COUNTY OF DOUGLAS)

On this 9 day of JULY, 2010, before me personally appeared BILL J. HAHN to me personally known, who, being duly sworn, did say that s/he is the AUTHORIZED REPRESENTATIVE of CONAGRA FOODS FOOD INGREDIENTS COMPANY, INC., and that s/he duly executed the foregoing instrument and that said individual acknowledged said instrument to be the free act and deed of said corporation.

Maryann Langer



STATE OF _____)
) ss:
COUNTY OF _____)

On this ____ day of _____, 2010, before me personally appeared _____, to me personally known, who, being duly sworn, did say that s/he is the _____ of OLAM WEST COAST, INC., and that s/he duly executed the foregoing instrument and that said individual acknowledged said instrument to be the free act and deed of said corporation.

[Signature Page to Trademark Assignment Agreement]

TRADEMARK
REEL: 004309 FRAME: 0016

IN WITNESS WHEREOF, Assignor and Assignee have caused this Trademark Assignment to be duly executed by an authorized officer as of the date first written above.


ASSIGNOR

**CONAGRA FOODS FOOD INGREDIENTS
COMPANY, INC.**

By: _____
Name:
Title:

ASSIGNEE

OLAM WEST COAST, INC.

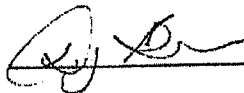
By:  _____
Name: Stephen B. Smith
Title: Vice President

STATE OF _____)
) ss:
COUNTY OF _____)

On this ____ day of _____, 2010, before me personally appeared _____, to me personally known, who, being duly sworn, did say that s/he is the _____ of CONAGRA FOODS FOOD INGREDIENTS COMPANY, INC., and that s/he duly executed the foregoing instrument and that said individual acknowledged said instrument to be the free act and deed of said corporation.

STATE OF NEW YORK)
) ss:
COUNTY OF BRONX)

On this 9TH day of July, 2010, before me personally appeared STEPHEN SMITH, to me personally known, who, being duly sworn, did say that s/he is the VP of OLAM WEST COAST, INC., and that s/he duly executed the foregoing instrument and that said individual acknowledged said instrument to be the free act and deed of said corporation.

 _____

[Signature Page to Trademark Assignment Agreement]

Dyon Bobb
Notary Public, State of New York
No. 01BO6182870
Qualified in Bronx
Commission Expires 3/10/2012

SCHEDULE A

U.S. Trademark Applications and State Registration

Mark	App. Date	App. No.	Reg. Date	Reg. No.	Status	Classes	Image (if applicable)
BASIC	09/24/1990	74/099,539	10/08/1991	1,659,925	REGISTERED	CLASS 29: DEHYDRATED VEGETABLES	
FOOD & FLAVORCAST	11/18/2008	77/616,879	11/10/2009	3,710,286	REGISTERED	CLASS 16: PRINTED PUBLICATIONS, NAMESLY BROCHURES AND REPORTS IN THE FIELD OF FOOD	
GARDENFROST	11/19/2001	76/339,632	03/11/2003	2,695,001	REGISTERED	CLASS 29: PROCESSED PEPPERS, MUSHROOMS, ONIONS AND GARLIC CLASS 30: PROCESSED GINGER	
GARDENFROST	05/12/1993	74/389,503	01/02/1996	1,944,858	REGISTERED	CLASS 29: FROZEN PUREED PRODUCE AND FROZEN MINCED PRODUCE, NAMESLY ONIONS CLASS 30: FROZEN PROCESSED GARLIC, PRESERVED GINGER	
GILROY FOODS	07/20/2004	76/603,016	05/29/2007	3,245,747	REGISTERED	CLASS 29: FROZEN, PUREED, PROCESSED GARLIC, FROZEN, DRIED AND PROCESSED VEGETABLES; DEHYDRATED AND FROZEN FRUIT; AND FROZEN, PROCESSED AND PUREED PEPPERS CLASS 30: DRIED AND DEHYDRATED PEPPERS; DRIED GARLIC AND PROCESSED GARLIC, PEPPERS AND VEGETABLES USED AS SPICES AND SEASONINGS; AND OLEORESINS, NAMESLY, EXTRACTS USED AS FOOD FLAVORINGS CLASS 31: FRESH GARLIC; FRESH VEGETABLES; FRESH PEPPERS	

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Mark	App. Date	App. No.	Reg. Date	Reg. No.	Status	Classes	Image (if applicable)
GILROY FOODS & FLAVORS	11/06/2008	77/609,027			ALLOWED	CLASS 29: frozen, pureed, and processed garlic; frozen, dried and processed vegetables; dehydrated and frozen fruit; frozen, processed and pureed peppers; poultry, seafood, pork, beef and vegetable bases	
						CLASS 30: dried and dehydrated peppers, garlic and onions; processed garlic, peppers, onions and vegetables used as spices and seasonings; oleoresins, namely, extracts used as food flavorings; marinades; spices; seasonings; seasoning blends; and flavor enhancers used in food and beverage products	
						CLASS 31: fresh garlic; fresh vegetables; fresh peppers	
KITCHEN CUTS	08/06/2009	77/798,408			PENDING	CLASS 29: processed vegetables	
LO-BAC	10/15/1962	72/155,136	11/12/1963	0,760,096	REGISTERED	CLASS 29: DEHYDRATED CONDIMENT VEGETABLES	
MELLO- TOASTED	09/14/1967	72/280,295	10/08/1968	0,858,343	REGISTERED	CLASS 29: DEHYDRATED ONION PRODUCTS	
MELLO- TOASTED (Stylized)	08/09/1947	71/530,915	04/03/1951	0,540,265	REGISTERED	CLASS 30: ONION POWDER	<i>"Mello-Toast"</i>
REDI-MADE	02/23/1993	74/361,572	01/10/1995	1,873,361	REGISTERED	CLASS 30: MINCED AND CRUSHED GARLIC	
SOTEX AND DESIGN	02/06/1975	73/043,572	09/23/1975	1,021,146	REGISTERED	CLASS 30: TEXTURED VEGETABLE PROTEINS	
SUNSPICED	09/16/1983	73/443,921	04/02/1985	1,328,791	REGISTERED	CLASS 30: DEHYDRATED GARLIC	
SUN-SPICED	01/09/1946	71/494,481	05/25/1948	0,438,959	REGISTERED	CLASS 29: DRIED ONIONS	
SUNSPICED (Stylized)	06/28/1948	71/560,364	03/27/1951	0,539,872	REGISTERED	CLASS 29: DRIED ONIONS	SUNSPICED

NYK 1316550-1.079310.0016

Mark	App. Date	App. No.	Reg. Date	Reg. No.	Status	Classes	Image (if applicable)
SUPER TOPPER	12/17/1976	73/109,883	08/08/1978	1,098,914	REGISTERED	CLASS 29: DEHYDRATED ONION	