

900231458 08/20/2012

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	Entity Type
PARMALAT S.p.A. in AMMINISTRAZIONE STRAORDINARIA			S.p.A.: ITALY
Execution Date			
10/01/2005			
RECEIVING PARTY DATA			
Name:	PARMALAT S.p.A		
Street Address	Via Oreste Grassi n. 26		
City:	43044 Collecchio (PR)		
State/Country:	ITALY		
Entity Type:	S.p.A.: ITALY		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1676920	GIGLIO	
CORRESPONDENCE DATA			
Fax Number:	2152799394		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Email:	jordan.lavine@flastergreenberg.com		
Correspondent Name:	Jordan A. LaVine		
Address Line 1	1600 JFK Blvd., 2nd Floor		
Address Line 4	Philadelphia, PENNSYLVANIA 19103		
DOMESTIC REPRESENTATIVE			
Name:			
Address Line 1:			
Address Line 2:			
Address Line 3:			
Address Line 4:			

OP \$40.00 1676920

TRANSLATIONJUDGEMENT No. 22/05

NON-CONTENTIOUS JURISDICTION	No.	<u>1670/05</u>
CIRON.	No.	<u>1623</u>
REG	No.	<u>2411</u>
COMMUNICATION	No.	<u>6</u>



ITALIAN REPUBLIC

IN THE NAME OF THE ITALIAN PEOPLE

The Civil and Criminal Court of Parma – Division One– meeting in chambers and composed of the following Judges:

Mr. Stellario Bruno	Presiding Judge,
Mr. Pasquale Liccardo	Judge rapporteur – drafter,
Mr. Giuseppe Coscioni	Judge rapporteur - drafter,

has pronounced the following

JUDGEMENT

in the proceeding to obtain the Court's approval of the composition with creditors ex art. 4 bis, Decree-Law no.347 dated 23rd December 2003, ratified with amendments by Law no.39 dated 18th February 2004, as amended by Decree-Law no.119 dated 3rd May 2004, ratified with amendments by Law no.166 dated 5th July 2004 by Decree-Law no.22 dated 28th February 2005, ratified with amendments by Law no.71 dated 29th April 2005, proposed by the Extraordinary Administrator Mr. Enrico Bondi, as an additional part of the restructuring plan authorised on 23rd July 2004 by the Minister of Productive Activities, in agreement with the Minister of Agricultural and Forestry Policies, and filed with the Court on 29th July 2004, with subsequent amendments authorized on 1st March 2005 by the Minister of Productive Activities, in agreement with the Minister of Agricultural and Forestry Policies, and filed with the Court on 4th March 2005, with reference to the following companies under extraordinary administration as listed in the general register of extraordinary administration procedures:

Court of Parma - judgement approving the composition with creditors ex art. 4 bis, Decree-Law no.347/03 and subsequent amendments

- I. 01/2003 of Parmalat s.p.a.
- II. 01/2004 of Parmalat Finanziaria s.p.a.
- III. 02/2004 of Eurolat s.p.a.
- IV. 03/2004 of Lactis s.p.a.
- V. 09/2004 of Parmalat Netherlands BV
- VI. 10/2004 of Parmalat Finance Corporation BV
- VII. 11/2004 of Parmalat Capital Netherlands BV
- VIII. 12/2004 of Dairies Holding International BV
- LX. 14/2004 of Parmalat Soparfi SA
- X. 15/2004 of Olex SA
- XI. 16/2004 of Geslat s.r.l.
- XII. 17/2004 of Parmengineering s.r.l.
- XIII. 18/2004 of Contal s.r.l.
- XIV. 21/2004 of Panna Elena C.P.C. s.r.l.
- XV. 22/2004 of Centro Latte Centallo s.r.l.
- XVI. 23/2004 of Newco s.r.l.

and with the intervention of Parma's Director of Public Prosecutions at Parma Court Mr.

Gerardo Laguardia



CONCLUSIONS

The Extraordinary Administrator concluded as follows: "Having ascertained the outcome of voting by the creditors, if the composition with creditors is approved by the same according to law, may the Court of Parma issue a judgement approving the composition with creditors, determining, amongst others, the effects of point 5 of the composition proposal, and containing, amongst others, and in particular:

Court of Parma - judgement approving the composition with creditors ex art. 4 bis, Decree-Law no. 147/03 and subsequent amendments

- 1) the details of registered movable and immovable assets, as specified in the attached lists, and order the Keepers of the respective registers to note the relative transfers to the new company (*Assuntore*);
- 2) specification of the actions taken by the Administrator to prevent the diminution of the debtor's estate by his fraud and itemized in the attached list, with mention of their transfer to the new company (*Assuntore*);
- 3) mention of the transfer to the new company (*Assuntore*) of actions against the board of directors and supervising bodies, including the auditors, and the companies involved in the proposed composition with creditors, lodged by the Extraordinary Administrator, and, amongst others, the actions specified in the attached list;
- 4) mention of the transfer to the new company (*Assuntore*) of every other action, including actions for damages, of concern to the companies involved by the composition proposal, including all actions for damages already lodged by the Administrator;
- 5) mention of the fact that the judgement constitutes suitable title for registration in the register of shareholders of the transfer to the new company (*Assuntore*) of participating interests in enterprises, and for the transfer of shares and possible registration of the transfer in the competent registers, in the case of dematerialized titles, and amongst others and, in particular, for the transfer of the shareholdings of the private limited companies specified in the attached list;
- 6) mention of the fact that the judgement shall constitute suitable title for the new company (*Assuntore*) to obtain the appropriate formalities to allow and make subject to challenge by third parties the transfer of all intellectual property

Court of Parma - judgement approving the composition with creditors ex art. 4 bis, Decree-Law no. 397/03 and subsequent amendments

rights already lawfully owned by each of the sixteen companies involved in the composition proposal and, amongst others and in particular, the trade marks, patents and domain names specified in the attached lists".

The Director of Public Prosecutions concluded as follows: "Having seen the documents he asks that the Court having ascertained the favourable outcome of voting by the creditors and verified that the composition was approved by the same according to law, may issue a judgement approving the composition".

COURT OF PARMA

having read the conclusions drawn by the Extraordinary Administrator and by the Director of Public Prosecutions at Parma Court;

having considered the counting of votes carried out by the Court Judges as recorded in the transcripts in the trial documents, through the work done on behalf of the Court by Servizio Titoli s.p.a. and with the help of court officers Mr. Giancarlo Buccarella and Mr. Alessandro Misneri has decided as follows:

TRIAL PROCEEDINGS

By petition to the Minister of Productive Activities on 24th December 2003, Parmalat s.p.a., with head offices in via Oreste Grassi n. 22/26, Collecchio (Parma), registered in the Companies Register of the Parma Chamber of Commerce, Industry, Agriculture and Crafts (C.C.I.A.A.) under no. 00167030345, Tax code and VAT no. 00167030345, in the person of its legal representative pro-tempore Mr. Umberto Tracanella, requested immediate admission to the extraordinary administration procedure ex art. 2, Decree-Law no.347 dated 23rd December 2003, ratified with amendments by Law no.39 dated 18th February 2004, as amended by Decree-Law, no. 119 dated 3rd May 2004 ratified with amendments by Law no.166 dated 5th July 2004, by Decree-Law no.22 dated 28th February 2005, ratified with

Court of Parma - judgement approving the composition with creditors ex art. 4 bis, Decree-Law no.347/03 and subsequent amendments

amendments by Law no.71 dated 29th April 2005 (*hereinafter Decree-Law no.347/03 and subsequent amendments*).

By decree issued on 24th December 2003 the Minister for Productive Activities admitted Parmalat s.p.a. to the extraordinary administration procedure provided by Decree-Law no.347/03 and subsequent amendments, appointing Mr. Enrico Bondi Extraordinary Administrator.

In his report filed on 27th December 2003 with the Court of Parma, in accordance with art. 3, clause 2, Decree-Law no.347/03 and subsequent amendments, the Extraordinary Administrator disclosed a state of insolvency by virtue of the financial, economic and proprietary situation at 30th September 2003 characterised by liquid assets of € 8.273.877,42, working capital credits of € 1.664.999.899,97, debts of € 3.209.344.676,25, guarantees lent to third parties on behalf of controlled companies of € 5.411.634.890,60 requesting at the end of the above-cited report a declaration of the state of insolvency of the company under extraordinary administration (e.s.).

In a judgement rendered on 27th December, the Court of Parma declared Parmalat s.p.a. under e.s. insolvent.

By subsequent petition to the Minister of Productive Activities on 30th December 2003, the Extraordinary Administrator requested admission of the following group enterprises to the Extraordinary Administration procedure according to art. 3, clause 3, Decree-Law no. 347/03 and subsequent amendments:

- I. Parmalat Finanziaria s.p.a., with head offices in via Oreste Grassi n. 22/26, Collecchio (Parma), registered in the Companies Register of the Parma Chamber of Commerce, Industry, Agriculture and Crafts (C.C.I.A.A.) under no. 0017525047, Tax code 0017525047, VAT no. 01938950340;



Court of Parma - judgement approving the composition with creditors ex art. 4 bis, Decree-Law no.347/03 and subsequent amendments

By express provision of the composition made by the Extraordinary Administrator in formulating the proposal, the creditors shall retain their action as a whole against joint and several debtors, guarantors and recourse debtors participating in the composition proposal, in accordance with the general rule provided by arts. 135 and 184 Royal decree no.267/42 (cfr. chapter III, par. 5.3, letter c) of the composition proposal).

For the purposes of full determination of the assignment criteria governing performance of the obligation towards the unsecured creditors by the new company (*Assuntore*), in line with the composition, it is noted that the judgement approving the composition with creditors shall immediately reduce any debt for a cause, title or reason prior to opening the composition procedure, by virtue of the partial release of credit made by the creditors on expressing their consent: in the case at issue, it appears innate to the very proposal that the release effects of consent shall – with independent reference to each of the claims made by reason of the provisions of arts. 135 and 184 Royal decree no.267/42 – primarily touch on the accessories and only secondarily and possibly on the capital, consequently saving the residual credit claimed, to which all resolving activity by the new company (*Assuntore*) should therefore be allocated.

In relation to the transferring effects, as the subject-matter of unification in the composition proposal, with express reference to the list of rights, assets, company groupings, contracts, participating interests and lawsuits in progress filed by the Extraordinary Administrator on 20th September 2005, subsequently amended and completed on 28th September 2005, the same have been specified as follows:

1. transfer to the new company (*Assuntore*), Parmalat s.p.a., with head offices in via Oreste Grassi no. 26, Collecchio (Parma), registered in the Companies Register of the Parma Chamber of Commerce, Industry, Agriculture and Crafts (C.C.I.A.A.) under no.04030970968, Tax code and VAT no. 04030970968, of

Court of Parma – judgement approving the composition with creditors ex art. 4 bis, Decree-Law no.347/03 and subsequent amendments

all businesses of the companies involved in the composition proposal, including all rights over movable and immovable, tangible and intangible assets, enterprises, existing contracts and all rights and actions already due to the companies involved in the composition proposal, and in particular:

- i. property rights over the following immovable assets, as encumbered by the registrations listed in the land registry reports to the charge of notary Mr. Angelo Busani, Parma notarial district, specified as follows:

Company	Land Registry	Land Registry Reference	Category	Location of Property	Description of Property
Errolat s.p.a. under c.s. with head offices in Rome Tax Code 05519201007					
	A13	GENOA Plant		V. De Calboli 1 - Genoa	Plant in Fegino, piazza De' Calboli no. 1, comprising a large factory building including attached warehouses and service buildings.
	CF	Fg. 68 map 10 sub 2	C/4		
		Fg. 68 map 20, 88, 89, 90, 91, 10 sub 1	D/7		
	A22	TARANTO Plant		V. Galeso 400 - Taranto	Plant in via Galeso no. 400 including several factory buildings with attached yard in part used as a car park.
	CF	Fg. 204 map 45	D/7		
		Fg. 204 map 47	A/3		
		Fg. 204 map 52 sub 2	A/3		
	A40	LODI Plant		S.S. Emilia 154 - Lodi	industrial plant located between the municipalities of Montanaso Lombardo (LO), Tavazzano con Villavescio (LO) and Lodi (LO), including several factory buildings.
	CF	Fg. 13 map 1 sub 701, 89	D/7		
		Fg. 13 map 88 sub 701	D/7		
		Fg. 13 map 88 sub 702	D/7		
		Fg. 16 map 81, 85	D/7		
		Fg. 28 map 1, 139	D/7		
		Fg. 8 map 99, 105, 116	D/7		

Court of Parma judgement approving the composition with creditors ex art. 4 bis, Decree-Law no. 147/03 and subsequent amendments



iv. industrial property rights over patents, domains, trade marks:

Patents									
Company	N.	Patent	Country	Application number	Application date	Reg. number	Reg. date	Status	Priority
Eurjat s.p.a. under e.s. VAT no. and Tax Cod. 05519201007	1	Ornamental model entitled "Botiglia" Total	ITALY 1	MI 98 0000176	20/03/1998	75969	15/03/2002	Expiry 20/03/2013	
Farna Elena C.F.C. s.r.l. under e.s. VAT NO. 02748650049 TAX CODE 06150880016	1	Ornamental model "Contentitore a vaschetta" Total	ITALY 1	TO940000029	14/02/1994	69083	24/03/2000		
Parmalat s.p.a. under e.s. VAT no. and Tax Cod. e 00167030345	1	Process for the UHT sterilization of milk-based products maintaining high organoleptic properties, and plant applying such process - DASY	PORTUGAL AND SPAIN	99201453.0	07/05/1999	958745	05/01/2005 (published on 15th March 2000, pag. 7, annuity in April 2005)	Expiry 7/05/2019	Ital. Application no. MI 98A001086
	2	Process for the UHT sterilization of milk-based products maintaining high organoleptic properties, and plant applying such process - DASY	CANADA	2272420	17/05/1999			Expiry 17/05/2019	Ital. Application no. MI 98A001086

Court of Parma judgement approving the composition with creditors ex art. 4 bis, Decree-Law no. 347/03 and subsequent amendments

		Domains	
Company	Number	Domain	
Parmalat s.p.a. under e.s. VAT no. and Tax Code 00167030343	102	santal.biz	
	103	santal.com	
	104	santal.info	
	105	lomasouces.com	
	106	vita7.biz	
	107	vita7.com	
	108	vita7.info	
	109	zymil.biz	
	110	zymil.com	
	111	zymil.info	
	Parmalat s.p.a. under e.s.	Total	
Parmengineering s.r.l. under e.s. VAT NO. 02054220344 TAX CODE 00892060096	1	parmengineering.com	
	Total		1
General total			123

The judgement shall constitute suitable title for the new company (*Assuntore*) to obtain the appropriate formalities to allow and make open to challenge against third parties the transfer of all intellectual property rights already lawfully owned by each of the sixteen companies involved in the composition proposal and in particular, the domain names listed above.

		Trade marks						
Company	No.	Trade mark	Country	Class(es)	Filing number	Filing date	Reg. number	Reg. date
Parmalat s.p.a. under e.s. VAT no. and Tax Code 00167030343	1	POLENGHI ITALY	AUSTRALIA	29	A435915	07/11/1992	A435915	07/11/1992
	2	MUGHETTO	AUSTRALIA	29	176813	25/10/1997	176813	25/10/1997
	3	POLENGHI	CHINA	29	9800663337	11/06/1998	1336518	21/11/1999
	4	POLENGHI LOMBARDO LODI	CHINA	29	970001373	02/03/1997	272360	20/12/1996
	5	OPTIMUS	DENMARK	05,29	VR 03.807/1988	19/08/1998	3807/1998	04/11/1988
	6	POLENGHI LOMBARDO LODI	DENMARK	29,30	VR 01.150/1987	28/02/1997	1150/1987	11/03/1997
	7	OPTIMUS	FINLAND	05,29	101504	03/07/1998	101504	05/05/1998
	8	POLENGHI	GERMANY	05,29,30	1 107 967/29	01/07/1996	1 107 967/29	01/07/1996
	9	POLENGHI	JAPAN	29	51246/98	18/06/1998	4368354	17/03/2000
	10	POLENGHI LOMBARDO	JAPAN	29	27819/94	23/03/1994	3328243	04/07/1997
	11	IL GRATTUGIATO + GRAPHIC SYMBOL	INTERNATIONAL	29	10759D/91	28/02/1991	568358	27/03/1991
	12	OPTIMUS	INTERNATIONAL	05,29	1104UD/86	30/06/1986	505570	01/09/1986

Court of Parma - judgement approving the composition with creditors as art. 4 bis, Esacrae-Law no. 34703 and subsequent amendments

Trade marks								
Company	No.	Trade mark	Country	Class(es)	Filing number	Filing date	Reg. number	Reg. date
				transliterated				
Parmalat s.p.a. under c.s. VAT no. and Tos Code 00137030345	1698	MISTER DAY	RUSSIA	30 transliterated	99717578	22/11/1999	191139	21/07/2000
	1699	PARMALAT	RUSSIA	5,29,30,32 transliterated	99717468	22/11/1999	191141	21/07/2000
	1700	POMI	RUSSIA	29,30,32 transliterated	99717577	22/11/1999	191138	21/07/2000
	1701	SANTAL	RUSSIA	32 transliterated	99717465	22/11/1999	191242	25/07/2000
	1702	TÈ D'OR	RUSSIA	5,29,30,32	98716357	13/10/1998	173217	19/03/1999
	1703	ZYMIL	RUSSIA	5,29,30,32	98716345	13/10/1998	173216	19/03/1999
	1704	GRISBI	SINGAPORE	30	T99/02710E	18/03/1999	T99/02710E	18/03/1999
	1705	MR. DAY	SINGAPORE	30	T00/07845D	11/05/2000	T00/07845D	11/05/2000
	1706	OMEGA 3 (FIG.)	SINGAPORE	29			T9905672E	04/06/1999
	1707	PARMALAT	SINGAPORE	29	T03/05425D	16/04/2003		
	1708	PARMALAT + FLOWER FIGURE	SINGAPORE	5	T-9902706G	18/03/1999	T-9902706G	18/03/1999
	1709	PARMALAT + FLOWER FIGURE	SINGAPORE	29	T-9902707E	18/03/1999	T-9902707E	18/03/1999
	1710	PARMALAT + FLOWER FIGURE	SINGAPORE	30	T-9902708C	18/03/1999	T-9902708C	18/03/1999
	1711	PARMALAT + FLOWER FIGURE	SINGAPORE	32	T-9902709A	18/03/1999	T-9902709A	18/03/1999
	1712	SANGRI	SINGAPORE	33	T02/17706I	18/11/2002	T02/17706I	18/11/2002
	1713	SANTAL	SINGAPORE	32	T02/068557Z	20/05/2002	T02/068557Z	20/05/2002
	1714	SANTAL ICE-T	SINGAPORE	30	T02/15219H	03/10/2002	T02/15219H	03/10/2002
	1715	KYR SPAGNA NAME	SPAIN	29			2517357	
	1716	POMITO	SPAIN	29	610349	28/02/1970	610349	25/06/1976
	1717	TÈ D'OR (FIG.)	SPAIN	32	2180354	13/08/1998		
	1718	ZYMIL	SPAIN	29	2180449	13/08/1998	7177	12/03/1999
	1719	AQUA PARMALAT	SRI LANKA	32	111593	16/01/2003		
	1720	GRISBI	SRI LANKA	30	92482	19/04/1999		19/04/1999
	1721	PARMALAT + FLOWER FIGURE	SRI LANKA	5	92328/C	22/12/1998		
1722	PARMALAT + FLOWER FIGURE	SRI LANKA	29	92327	01/04/1999			
1723	PARMALAT + FLOWER FIGURE	SRI LANKA	30	92326	01/04/1999			
1724	PARMALAT + FLOWER FIGURE	SRI LANKA	32	92325/K	01/04/1999			
1725	AQUA PARMALAT	UNITED STATES	32	76/488,667	07/02/2003			
1726	FLOWER FIGURE	UNITED STATES	5, 29, 30, 32	76/332996	01/11/2001	2699695	25/03/2003	
1727	GELATERIA PARMALAT	UNITED STATES	30	75/165789	13/09/1996	2177851	04/08/1998	
1728	GELATERIA PARMALAT	UNITED STATES	42	75/903535	26/01/2000	2682172	04/02/2003	
1729	GIGLIO FIGURE	UNITED STATES	29	160513	24/04/1991	1676920	25/02/1992	
1730	GRISBI	UNITED STATES	30	73/648515	11/03/1987	1487679	10/05/1988	
1731	MISTER DAY	UNITED STATES	30	461159	16/01/1984	1346578	02/07/1985	
1732	MR. DAY	UNITED STATES	30	MI2000C0029J	10/07/2000	2785289	25/11/2003	
1733	OMEGA 3 PARMALAT (FIG.)	UNITED STATES	5, 29	75/904082	31/01/2000	2625785	24/09/2002	
1734	PARMALAT	UNITED STATES	30	182587	18/08/1978	1141495	18/11/1980	

Court of Parma - judgement approving the composition with creditors: art. 4 bis, Decree-Law no. 347/03 and subsequent amendments

declares

the judgement hereto provisionally enforceable with effects on all creditors by title, fact, reason or cause prior to the opening of extraordinary administration procedures in accordance with the provisions of art. 4 *bis*, clause 10, Decree-Law no.347/03 and subsequent amendments.

Sent to the Court Clerk's office for performance of legal requirements.

Thus decided in Chambers held on 15th, 27th and 28th September 2005.

Parma, 1st October 2005

The Presiding Judge

Mr. Stellario Bruno

Judge rapporteur – drafter

Mr. Pasquale Liccardo

Judge rapporteur – drafter

Mr. Giuseppe Coscioni

The Court Clerk

Signed Mr. Daniele Petruzzi

led on 1st October 2005

Attach hereto is the sworn statement signed by Court Interpreter and Translator **Anne Prudence Collins** registered with Bologna Court since 22/1/1981 attesting to the true and faithful translation of the attached document.

* * * *

La traduttrice **Anne Prudence Collins** iscritta all'Albo dei Consulenti Tecnici del Giudice presso il Tribunale di Bologna dal 22/1/1981. Firma: *Anne Prudence Collins*

Court of Parma - judgement approving the composition with creditors ex art. 4 bis, Decree-Law no.347/03 and subsequent amendments