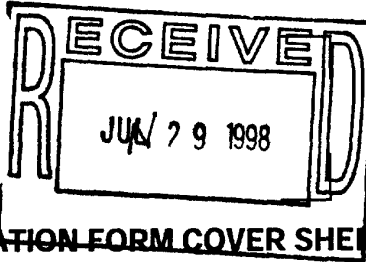


FORM Expires 06 OMB 0651

07-17-1998



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U.S. Department of Commerce Patent and Trademark Office TRADEMARK

MRO 6-29-98

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- New (checked), Resubmission (Non-Recordation), Correction of PTO Error, Corrective Document

Conveyance Type

- Assignment (checked), License, Security Agreement, Nunc Pro Tunc Assignment, Merger, Change of Name, Other

Effective Date 6/17/1998

Conveying Party

Name Spring Glen Fresh Foods, Inc. Execution Date 6/17/1998

- Formerly, Individual, General Partnership, Limited Partnership, Corporation (checked), Association, Other, Citizenship/State of Incorporation/Organization Pennsylvania

Receiving Party

Name Nittany Corporation, DBA/AKA/TA, Composed of, Address (line 1) 222 Delaware Avenue, Address (line 2), Address (line 3) Wilmington Delaware 19801

- Individual, General Partnership, Limited Partnership, Corporation (checked), Association, Other, Citizenship/State of Incorporation/Organization Delaware

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

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Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1,725,989"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved. #

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

Authorization to charge additional fees: Yes No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Timothy D. Pecsénye
Name of Person Signing


Signature

02-24-98
Date Signed

ASSIGNMENT OF TRADEMARK AND TRADEMARK REGISTRATION

This Agreement is made on the 17th day of June, 1998, between Spring Glen Fresh Foods, Inc., a Pennsylvania Corporation with an address at 314 Spring Glen Drive, Ephrata, Pennsylvania 17522 ("ASSIGNOR"), and Nittany Corporation, a Delaware corporation, with an address at 222 Delaware Avenue, Wilmington, Delaware 19801 ("ASSIGNEE").

WHEREAS, ASSIGNOR has adopted, used and is using the trademark listed in Appendix A for which it owns a federal registration in the United States Patent and Trademark Office;

WHEREAS, ASSIGNEE is desirous of acquiring said trademark and the registration thereof;

NOW, THEREFORE, for good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, ASSIGNOR does hereby assign, sell and transfer to ASSIGNEE its successors and assigns, all its right, title, and interest in and to said mark, together with the goodwill of the business symbolized by and associated with said trademark and trademark registration thereof.

IN TESTIMONY WHEREOF, ASSIGNOR has executed this Assignment by a duly authorized officer.

SPRING GLEN FRESH FOODS, INC.

Dated: _____

6-17-98

By: _____

Name: Edward L. Boeckel, Jr.

Title: TREASURER

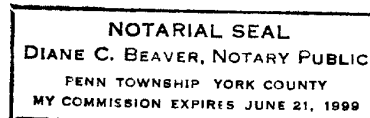
Commonwealth of Pennsylvania

County of York) ss:

On this 17th day of June, 1998, before me appeared Edward L. Boeckel, Jr., the person who signed this instrument, who acknowledged that he/she signed it as a free act on behalf of Spring Glen Fresh Foods, Inc.

Diane C. Beaver
Notary Public

My Commission Expires: June 21, 1999



APPENDIX A

REGISTRATIONS

Trademark	Reg. No.	Reg. Date
SPRING GLEN FRESH FOODS and Design	1,725,989	10/20/1992

I:\Clients\Hanover Foods Corporation\Assignment of SPRING GLEN FRESH FOODS.wpd101361-00110

RECORDED: 06/29/1998

TRADEMARK
REEL: 1754 FRAME: 0565