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original documents or copy thereof.

1. Name of conveying party(ies):
 BPH FWO, INC.
 Suite 202
 One Little Falls Centre
 Wilmington, DE 19808

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State - Delaware
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
 Name: WFI, INC.
 Internal Address: _____
 Street Address: Suite 202
One Little Falls Centre
 City: Wilmington State: DE ZIP: 19808

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from Assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other Nunc Pro Tunc Assignment
 effective as of MAY 1, 1996
 Execution Date: September 1, 1998

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)

Additional numbers attached? Yes No

B. Trademark registration No.(s)
1,314,871
849,904
818,892

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5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Kathy Hamilton
 Internal Address: 27th Floor

reSOURCE PARTNER
 Street Address: 180 East Broad Street,

 City: Columbus, State: OH ZIP: 43215

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41):..... \$ 90.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
02-1451
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

Kathy Hamilton *Kathy Hamilton* September 8, 1998
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 3

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

09/14/1998 TTOM11 00000130 021451 1314871

01 FC:481 40.00 CH
02 FC:482 50.00 CH

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

ASSIGNMENT NUNC PRO TUNC

WHEREAS, BDH TWO, INC. ("Assignor"), a Delaware Corporation having its principal place of business at Suite 202, One Little Falls Centre, Wilmington, Delaware 19808, is the owner of the trademarks now registered or for which applications are now pending listed on the attached schedule A ("Trademarks) in the United States Patent and Trademark Office as set forth on such Schedule A.

WHEREAS, WFI, INC. ("Assignee"), a Delaware Corporation, is desirous of acquiring said marks and the registrations and applications therefor;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said BDH TWO, INC. does hereby assign unto said WFI, INC. nunc pro tunc as of May 1, 1996, all right, title, and interest in the United States in and to said marks, together with the good will of the business as symbolized by said marks and the registrations and applications therefor.

IN WITNESS WHEREOF, Assignor has caused this assignment to be executed effective as of May 1, 1996.

STATE OF DELAWARE)
)
COUNTY OF NEW CASTLE) ss

BDH TWO, INC.

By: Phyllis R. Yeatman

Name: Phyllis R. Yeatman
Title: Assistant Secretary

On this 1st day of September, 1998, before me appeared Phyllis R. Yeatman, the person who signed this instrument who acknowledged that she signed it as a free act on behalf of BDH TWO, INC., the Assignor above named.

Ann Marie Savina
Notary Public

ANN MARIE SAVINA
NOTARY PUBLIC-DELAWARE
My Commission Expires December 12, 1999

SCHEDULE A
NUNC PRO TUNC ASSIGNMENT FROM BDH TWO, INC. TO WFL, INC.
August 28, 1998

<u>Mark</u>	<u>App. #</u>	<u>App. Dt.</u>	<u>Reg. #</u>	<u>Reg. Dt.</u>	<u>Classes</u>	<u>TM Status</u>	<u>Goods & Services</u>
A RUGGED CUT POTATO CHIP	468,130	3/1/1984	1,314,871	1/15/1985	29	REGISTERED	POTATO CHIPS.
GADGETS	265,797	3/2/1967	849,904	5/28/1968	30	RENEWED	PUFFED SNACK PRODUCTS-NAMELY, PUFFED SNACKS MADE FROM WHEAT.
PIZZA KRISPS	217,208	4/23/1965	818,892	11/15/1966	30	RENEWED	BAKED, FLAVORED, CORN MEAL SNACK PRODUCT IN PUFFED FORM.