

TRADE



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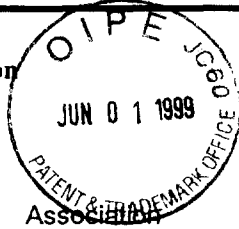
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To the Honorable Commissioner of Patents and Trademarks: Please return this document with original documents or copy thereof.

1. Name of conveying party(ies):

Borden Foods Investments Corporation

MRO
6-1-99



- Individual(s)
- General Partnership
- Corporation-State **Delaware**
- Other

Additional names(s) of conveying party(ies) Yes No

2. Name and address of receiving party(ies):

Name: **BFC Investments, L.P.**

Internal Address: **Suite 202**

Street Address: **One Little Falls Centre**

City: **Wilmington** State: **DE** ZIP: **19808**

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other **Assignment Nunc Pro Tunc**
- Merger
- Change of Name

Execution Date: **October 1, 1996**

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

536,579

Additional numbers Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: **Cory M. Amron**

Internal Address: **Vorys, Sater, Seymour and Pease LLP**

Street Address: **1828 L Street, N.W., 11th Floor**

City: **Washington** State: **DC** ZIP: **20036**

6. Total number of applications and registrations involved:..... **1**

7. Total fee (37 CFR 3.41):.....\$ **\$40.00**

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

22-0585

06/02/1999 MTHAI1 00000141 536579

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40.00 DP

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.

Cory M. Amron

Name of Person Signing

Cory Amron

Signature

6-1-99

Date

Total number of pages including cover sheet, attachments, and

4

TRADEMARK

TRADEMARK ASSIGNMENT
NUNC PRO TUNC

Whereas, BORDEN FOODS INVESTMENTS CORPORATION, a Delaware corporation ("Assignor"), located and doing business at Suite 202, One Little Falls Centre, Wilmington, Delaware 19808 is the owner of all right, title and interest in the Trademarks listed on Exhibit A, which exhibit is made a part hereof and incorporated herein by reference; and

WHEREAS, BFC INVESTMENTS, LP, a Delaware limited partnership ("Assignee"), located and doing business at Suite 202, One Little Falls Centre, Wilmington, Delaware 19808 is desirous of acquiring the aforesaid Trademarks.

NOW, THEREFORE, for and in consideration of the sum of one dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign, convey and transfer unto the said Assignee, nunc pro tunc as of October 1, 1996, all right and title and interest in and to the aforesaid Trademarks listed on Exhibit A hereto, together with the goodwill of the business symbolized by the Trademarks and the registrations and applications thereof.

Assignor further assigns unto Assignee all right to sue for and to receive all damages accruing from past infringement of the Trademarks.

Assignor undertakes that upon the request of Assignee or its designees, it and/or its successor in business, shall make all rightful oaths, testify on behalf of

Assignor or its designees in matters involving the subject trademarks and do all other lawful acts necessary to carry out the intent of this assignment as well as to provide such other material, information and assistance to Assignee or its designees, as will be considered necessary in connection therewith.

IN WITNESS WHEREOF, the undersigned has caused this assignment to be executed effective as of October 1, 1996.

BORDEN FOODS INVESTMENTS
CORPORATION

By: 

Name: Phyllis R. Yeatman

Title: President

EXHIBIT A

<u>MARK</u>	<u>APP./REG. NUMBER</u>	<u>PRODUCTS</u>	<u>TERRITORY</u>
GOODMAN'S	US Reg. #536,579	Noodles, Macaroni, Spaghetti, and Semolina Macaroni Elbows	World Wide