

12-21-1999

FORM PTO-1594
1-31-92

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



101229395

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*Map
12/2/99*

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
 Earth's Best, Inc.
 877 West Main Street
 Suite 510
 Boise, Idaho 83702

Individual(s) Association
 General Partnership Limited Partnership
 Corporation - State of Idaho
 Other

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

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

Name: The Hain Food Group, Inc.
 Internal Address: Suite 100
 Street Address: 50 Charles Lindbergh Blvd.
 City: Uniondale State: New York ZIP: 11553

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation - State of 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) and address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: September 23, 1999

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

A. Trademark Application No.(s) 75/480,504	B. Trademark Registration No.(s) 1,560,438 2,064,061
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Additional numbers attached? Yes No

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

Name: Robert W. Smith
 Internal Address: McCarter & English, LLP
4 Gateway Center
 Street Address: 100 Mulberry Street
 City: Newark State: NJ ZIP: 07101

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:

9. Not Applicable
 (Attach duplicate copy of this 40.00 OP if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and Signature.

To the best of your knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Robert W. Smith December 2, 1999
 Name of Person Signing Date

[Signature] Total number of pages comprising cover sheet: [5]

12/27/99 01 FEB 02 00000020 1560438 40.00 OP 50.00 OP

TRADEMARK
REEL: 002001 FRAME: 0720

ASSIGNMENT

Whereas, EARTH'S BEST, INC., a corporation organized and existing under the laws of the State of Idaho, United States of America, hereinafter referred to as ASSIGNOR, located at:

877 West Main Street
Suite 510
Boise, Idaho 83702
United States of America

has adopted, used and is using the following trademark(s) and owns the following registration(s) and application(s) for said trademark(s) in the United States of America:

(Cited on Attached Schedule)

Whereas, THE HAIN FOOD GROUP, INC., a corporation organized and existing under the laws of the State of Delaware, United States of America, hereinafter referred to as ASSIGNEE, located at:

50 Charles Lindbergh Boulevard
Uniondale, New York 11553
United States of America

is desirous of acquiring said trademark(s) and registration(s) and application(s) for said trademark(s);

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said ASSIGNOR does hereby assign unto said ASSIGNEE all right, title and interest in and to said trademark(s) together with the goodwill of the business symbolized by the said trademark(s), and said registration(s) and application(s) for said trademark(s), and the right to sue and to recover damages or other appropriate relief for all past infringements of the Marks. Said ASSIGNEE hereby accepts the assignment and transfer of said trademark(s) and registration(s) and application(s) for said trademark(s).

Dated this 23rd day of September, 1999, effective as of September 23, 1999.

EARTH'S BEST, INC.

(Corporate Seal)

By: Robert Yoshida
ROBERT YOSHIDA

Title: PRESIDENT

Dated this 24th day of September, 1999, effective as of September 23, 1999.

THE HAIN FOOD GROUP, INC.

(Corporate Seal)

By: Gary Macool

Title: Senior VP Finance

SCHEDULE

APPLICATION

TRADEMARK

APPLICATION NUMBER

EARTH'S BEST in Farm Design

75/480504

REGISTRATIONS

TRADEMARK

REGISTRATION NUMBER

EARTH'S BEST
EARTH'S BEST

1,560,438
2,064,061

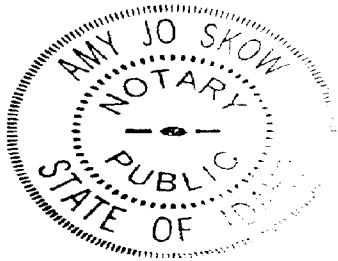
ASSIGNOR'S CORPORATE ACKNOWLEDGMENT

State of Idaho)
County of Ada) ss.:

On this 23 day of September, 1999, before me personally appeared, Robert Ushida, to me known, who, being by me duly sworn, did depose and say that he/she is the President of the corporation described in and which executed the foregoing instrument; that he/she knows the seal of said corporation; that the said seal affixed to said instrument is such corporate seal; that it was affixed by order of the Board of Directors of said corporation and that he/she signed his/her name thereto by like order.

Amy Jo Skow
Notary Public

(Notarial Seal)



ASSIGNEE' S CORPORATE ACKNOWLEDGMENT

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

On this 24 day of SEPTEMBER, 1999, before me personally appeared, GARY M. JACOBS, to me known, who, being by me duly sworn, did depose and say that he/she is the Senior VP Finance of the corporation described in and which executed the foregoing instrument; that he/she knows the seal of said corporation; that the said seal affixed to said instrument is such corporate seal; that it was affixed by order of the Board of Directors of said corporation and that he/she signed his/her name thereto by like order.

Rhonda E. Jennings
Notary Public

(Notarial Seal)

RHONDA E. JENNINGS
NOTARY PUBLIC, State of New York
No. 31-5040837
Qualified in New York County
Commission Expires March 20, 2001