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X715-268

To the Honorable Commissioner of Pat

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ched original documents or copy thereof.

1. Name of conveying party(ies):

Besnier S.A.

- Individual(s)
- General Partnership
- Corporation-State
- Other French corporation

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Change of Address
- Merger
- Change of Name

Execution Date: September 30, 1999

2. Name and address of receiving party(ies)

Name: B.S.A.

Internal Address: 11 Bis, avenue

Street Address: Charles Floquet, 75007 Paris, France

City: _____ State: _____ ZIP: _____

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

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,541,739

1,488,687

1,569,993

Additional numbers attached? Yes No

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

Name: H. John Campaign

Internal Address: Graham, Campaign P.C.

Suite 1300

Street Address: 36 West 44th Street

City: New York State: N.Y. ZIP: 10036-8178

01/05/2000 DCOATES 00000034 1541739

01 FC:481
02 FC:482

40.00 OP
50.00 OP

DO NOT USE THIS SPACE

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41).....S 90.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

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.

H. John Campaign

Name of Person Signing

Signature

December 10, 1999

Date

Total number of pages including cover sheet, attachments, and document: 8

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002006 FRAME: 0446

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

TRADEMARK : UNMISTAKABLY FRENCH, AMERICAN
DAIRY FRESH
REGISTRATION NUMBER : 1,541,739
ISSUED : May 30, 1989

To : Hon. Commissioner of
Patents and Trademarks
Washington, D.C. 20231

Attention :

APPOINTMENT OF DOMESTIC REPRESENTATIVE

We, B.S.A., a France corporation, located and doing business at 11 Bis, avenue Charles Floquet 75007 PARIS, FRANCE, are the owners of the above-captioned trademark, and the registration thereof in the United States Patent and Trademark Office.

WE HEREBY APPOINT : H. John Campaign, John M. Keene, Charles H. Knull, Gail E. Nickols and William C. Wright, all members of the bar of the State of New York, with Offices at : GRAHAM, CAMPAIGN, P.C., The Bar Building, 36 West 44th Street, New York, New York 10036-8178, U.S.A., telephone number (212) 354-5650, as our representatives upon whom notices or process in proceedings affecting the above-identified mark may be served, simultaneously revoking all previous powers or appointments.

B.S.A.,

By 

Name : Michel BESNIER

Title : Chairman of the Board

Dated : 26th November 1999

DECLARATION

Je soussigné, Me Gilles DAVID, Notaire associé à LAVAL (Mayenne)
I, the undersigned Me Gilles DAVID, Notary in LAVAL (Mayenne),

atteste que,
attest that,

suivant les délibérations de l'Assemblée Générale Extraordinaire des actionnaires en date des premier juillet 1997 et 30 décembre 1998 de la société BESNIER SA, dont les procès-verbaux m'ont été communiqués, la société

according to the resolutions of Extraordinary General Meeting of the shareholders of BESNIER SA held on 1st july 1997 and 30th December 1998, as appears from the corresponding minutes that I have read, the firm

BESNIER SA

a transféré son siège social
has changed his head office

de
from

33 avenue du Maine Tour Maine Montparnasse,
75015 PARIS

à
to

11 Bis, avenue Charles Floquet,
75007 PARIS

et a changé de dénomination sociale
and has changed his social dénomination

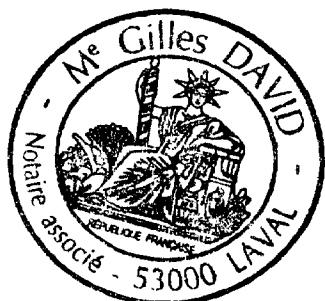
en
in

B.S.A.

En foi de quoi, j'ai délivré la présente attestation
In Witness thereof, I have issued this attestation

A Laval
At Laval

ce 30 Septembre 1994
This of



TRADEMARK
REEL: 002006 FRAME: 0448

DECLARATION

Je soussigné, Me Gilles DAVID, Notaire associé à LAVAL (Mayenne)
 I, the undersigned Me Gilles DAVID, Notary in LAVAL (Mayenne),

atteste que,
 attest that,

suivant les délibérations de l'Assemblée Générale Extraordinaire des actionnaires en
 date des premier juillet 1997 et 30 décembre 1998 de la société BESNIER SA, dont les
 procès-verbaux m'ont été communiqués, la société

according to the resolutions of Extraordinary General Meeting of the shareholders of
 BESNIER SA held on 1st July 1997 and 30th December 1998, as appears from the
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BESNIER SA

a transféré son siège social
 has changed his head office

de
 from

33 avenue du Maine Tour Maine Montparnasse,
 75015 PARIS

à
 to

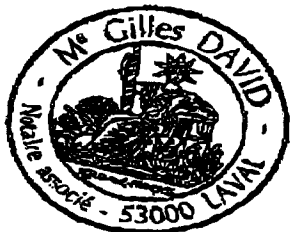
11 Bis, avenue Charles Floquet,
 75007 PARIS

et a changé de dénomination sociale
 and has changed his social dénomination

en
 in,

B.S.A.

En foi de quoi, j'ai délivré la présente attestation
 In Witness thereof, I have issued this attestation



A Laval
 At Laval

ce 30 Septembre 1999
 This of

[Handwritten Signature]