

01-24-2000



101250441

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

MRD 12-27-99

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

- Individual General Partnership Limited Partnership 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.)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

01/21/2000 DNGUYEN 00000121 75670075

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

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK
REEL: 002011 FRAME: 0091

Domestic Representative Name and Address

Enter for the first Receiving Party only.

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" value="75670075"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75341252"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75670161"/>	<input type="text"/>	<input type="text"/>

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<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.

Ian D. Titley
Name of Person Signing

[Signature]
Signature

12/22/99
Date Signed

TRADEMARK ASSIGNMENT

WHEREAS, The Spice Hunter, Inc., a California corporation, with its principal place of business at 184 Suburban Road, San Luis Obispo, California 93401 ("Assignor"), has adopted, owns and is using the following Marks: "The Spice Hunter" (and Design), "Cafe Sole" (and Design), and "3-Grain Pasta" (and Design) ("the Marks") respectively in connection with the following goods and/or services:

(a) "The Spice Hunter" (and Design), International Class 029, Dried soup mixes; packaged entrees consisting primarily of instant potatoes; dried mushrooms; International Class 030, Spices; mulling spices; seasoning mixes and blends; teas; pasta; packaged entrees consisting primarily of couscous, pasta, rice or grits; and instant hot oat-barley-wheat cereal in a variety of flavors;

(b) "Cafe Sole" (and Design), International Class 030, Spices and seasonings;

(c) "3-Grain Pasta" (and Design), International Class 030, Pasta; pasta with seasoning mixes; and

WHEREAS, Assignor has applied to register the Marks on the Principal Register of the United States Patent and Trademark Office in connection with the above-described goods and/or services, as follows:

(a) "The Spice Hunter" (and Design), Application Serial No. 75/670075, filed March 29, 1999;

(b) "Cafe Sole" (and Design), Application Serial No. 75/341252, filed August 14, 1997;

(c) "3-Grain Pasta" (and Design), Application Serial No. 75/670161, filed March 29, 1999;

and

WHEREAS, CFS Holdings, Inc., a Delaware corporation, with its principal place of business at 1105 North Market Street, Suite 1300, Wilmington Delaware 19899 ("Assignee"), desires to acquire the Marks and the pending applications;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency

of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks and the pending applications for registration.

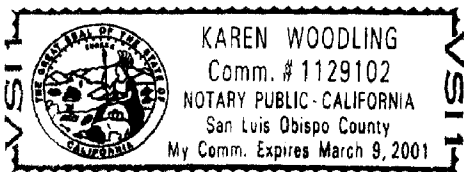
The Spice Hunter, Inc.

Lucia M. Cleveland

By: Lucia M. Cleveland, President

Dated effective as of August 23, 1999

SUBSCRIBED AND SWORN TO before me this 18 day of November 1999.



Karen Woodling

Notary Public

My Commission Expires: March 9, 2001

CFS Holdings, Inc.
a Delaware Corporation

William F. Unlik

By:

William F. Unlik, Treasurer

SUBSCRIBED AND SWORN TO before me this 17 day of ^{December}~~November~~ 1999.

Paul Marsh

Notary Public

My Commission Expires: 3-31-02