

03-24-2000

R

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

RECEIVED

2.22.00

101297664

200 FEB 22 AM 9:30 To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
OPR/FINANCE
 PASCAL ENTERPRISES, INC.

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

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

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

Name: Snow Commodities Co., L.P.
 Internal _____
 Street Address: 2621 State Street
 City: Dallas State: TX ZIP 75204

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

3 Nature of conveyance:

Assignment Merger
 Security Change of Name
 Other _____

Execution January 10, 2000

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

4. Application number(s) or registration

A. Trademark Application
 1745975
 987,455

B. Trademark Registration No.(s)
 1745975
 987,455

Additional numbers attached? Yes No

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

Name Kathleen J. Wu, Esq.
 Internal Address: Andrews & Kurth, L.L.P.

Street Address: 1717 Main Street, Suite 3700

City: Dallas State: TX ZIP 75201

6. Total number of applications and registrations involved..... 2

7. Total fee (37 CFR 3.41): \$ 65.00 *E*

Enclosed
 Authorized to be charged to deposit

8. Deposit Account Number _____

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

03/24/2000 DATES 00000068 1745975 DO NOT USE THIS SPACE

Signature of the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy or the original document.

William A. Shirley, Jr
Name of Person Signing

[Signature]
Signature

Date

Total number of pages comprising cover 1/10/20

OMB No. 0651-0011 (emp. 4/94) Do not detach this portion

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

CONFIRMATORY ASSIGNMENT OF TRADEMARKS

WHEREAS, pursuant to a closing effective on or about December 29, 1999 (the "*Initial Closing*") contemplated by a certain Asset Purchase Agreement dated effective December 1, 1999 (the "*Purchase Agreement*") Pascal Enterprises, Inc., a Texas corporation with its principal place of business at 2621 State Street, Dallas, Texas 75204 ("*Assignor*"), acquired from Jacob Stern & Sons, Inc., a Pennsylvania corporation, with offices at 10700 Hanford-Armona Road, Hanford, California 93230 ("*Original Assignor*"), all right, title and interest in and to the trademarks and registration listed on Schedule I hereto, and all other registration and applications related thereto (hereinafter, the "*Trademarks*"), together with the goodwill of the business symbolized by the Trademarks; and

WHEREAS, pursuant to the Purchase Agreement, at the Initial Closing Original Assignor assigned to Assignor all of the right, title and interest in and to the Trademarks;

WHEREAS, Original Assignor additionally assigned to Assignor at the Initial Closing all goodwill of the business symbolized by the Trademarks pursuant to the Agreement, and agreed that such goodwill was in fact part of the assignment to Assignor;

WHEREAS, Original Assignor and Assignor confirmed by a Confirmatory Assignment of Trademarks dated effective December 29, 1999, that at the Initial Closing Assignor acquired the entire right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks;

WHEREAS, Assignor now desires to Snow Commodities Co., L.P., a Delaware limited partnership with its principal place of business at 2621 State Street, Dallas, Texas 75204 ("*Assignee*"), all right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks;

WHEREAS, Assignor has agreed to assign to Assignee all of the right, title and interest in and to the Trademarks;

WHEREAS, Assignor intends that all goodwill of the business symbolized by the Trademarks be assigned to Assignee, and agreed that such goodwill was in fact part of the assignment; and

WHEREAS, Assignor and Assignee wish to confirm that effective as of the Effective Date (defined below), Assignee will acquire the entire right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks; and


NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged:

1. Effective as of the Effective Date, Assignor does hereby assign, sell, transfer, convey and grant to Assignee, its successors and assigns, the entire right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks, including the right to apply for all renewals with respect to the Trademarks, from the effective date hereof, the same to be held and enjoyed by Assignee, its successors and assigns to the same extent that it would have been held and enjoyed by Assignor if this Confirmatory Assignment of Trademarks had not been made.

2. Assignor does hereby authorize the United States Commissioner of Patents and Trademarks to register the Trademarks in the name of Assignee, its successors and assigns, in accordance with this Confirmatory Assignment of Trademarks.

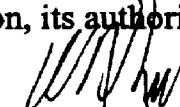
IN WITNESS WHEREOF, this assignment has been executed effective as of this 29th day of December, 1999 (the "Effective Date").

PASCAL ENTERPRISES, INC., a Texas corporation

By: 
Name: William A. Shirley Jr
Title: President

SNOW COMMODITIES CO., L.P., a Delaware limited partnership

By: Snow Commodities Management Co., a Delaware corporation, its authorized general partner

By: 
William A. Shirley, Jr., President

STATE OF TEXAS)
)
COUNTY OF DALLAS)

This instrument was acknowledged before me on January 19th, 2000, by William A. Shirley, Jr., President of PASCAL ENTERPRISES, INC., a Texas corporation, on behalf of said corporation.

Lynn A Skrivanek
Lynn A Skrivanek
Printed Name of Notary
My Commission Expires: 4/2/00

STATE OF TEXAS)
)
COUNTY OF DALLAS)

This instrument was acknowledged before me on January 19th, 2000, by William A. Shirley, Jr., President of Snow Commodities Management Co., a Delaware corporation, in its capacity as the general partner of SNOW COMMODITIES CO., L.P., a Delaware limited partnership, on behalf of said limited partnership.

Lynn A Skrivanek
Lynn A. Skrivanek
Printed Name of Notary
My Commission Expires: 4/2/00

SCHEDULE "1"

Snow Commodities registered January 12, 1993 under registration #17459756
Unifat registered July 2, 1974 under registration #987,455

[Registrations Attached hereto as Schedule "1-A"]

SCHEDULE "1-A"

SEE ATTACHED REGISTRATIONS

-