

FORM PTO-1618A
Expires 08/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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
 - Merger
 - Change of Name
 - Other _____
- Effective Date
Month Day Year
03 31 2000

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name **Wholesome Foods, L.L.C.**

03 31 2000

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other **Limited Liability Company**
- Citizenship/State of Incorporation/Organization **Florida**

Receiving Party

Mark if additional names of receiving parties attached

Name **Ragus Holdings, Inc.**

DBA/AKA/TA _____

Composed of _____

Address (line 1) **300 Delaware Avenue**

Address (line 2) **Suite 900**

Address (line 3) **Wilmington**
City

Delaware/USA
State/Country

19801
Zip Code

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

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.)

FOR OFFICE USE ONLY

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

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REEL: 002232 FRAME: 0795

FORM PTO-1618B
Expires 06/30/99
OMB 0551-0027

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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

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="75738262"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
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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.

Patricia Paquet

Name of Person Signing

Patricia Paquet

Signature

4/11/01

Date Signed

ASSIGNMENT AGREEMENT**BETWEEN****WHOLESOME FOODS, L.L.C.****AND****RAGUS HOLDINGS, INC.**

KNOW ALL MEN BY THESE PRESENTS, that on this 31st day of March,

~~1999~~²⁰⁰⁰, Wholesome Foods, L.L.C., a Florida limited liability company, does hereby agree to the following for and in consideration for 250 shares of common stock of Ragus Holdings, Inc., a Delaware corporation (the "Assignee"):

1. Assignment of Trademarks and Tradenames. The Assignor hereby absolutely, irrevocably, and unconditionally assigns, conveys, and transfers to the Assignee all of the Assignor's trademarks described in Schedule A attached hereto and made a part hereof.
2. Related Transactions. In connection with the transfers herein described, Holly Sugar Corporation, Savannah Foods Industrial, Inc., Savannah Foods & Industries, Inc., Michigan Sugar Company and Diamond Crystal Specialty Foods, Inc. (the "Related Assignors") have assigned or are assigning to the Assignee certain trademarks and tradenames owned by each of them and, in exchange therefor, each is receiving 250 shares of common stock of the Assignee. Subsequent to the completion of the assignment herein described and such related assignments, the issuance of a total of 1,500 shares of common stock of the Assignee in exchange therefor, and further subsequent to the Assignee's completion of various studies establishing the values of such assigned trademarks and tradenames, the Assignee understands and acknowledges that the Assignor and the Related Assignors will adjust among themselves

their holdings of the 1,500 shares of the Assignee's common stock to accurately reflect the relative values of their respective assignments.

3. Representations and Warranties of Assignor. The Assignor does hereby represent and warrant to and covenant with the Assignee as follows:

a. That the Assignee is duly organized and validly existing under and by virtue of the laws of the State of Florida.

b. That the Assignor has full right and authority to enter into and perform its obligations under this Agreement.

c. That the trademarks and tradenames have not been previously conveyed, sold, transferred or pledged by the Assignor.

4. Representations and Warranties of the Assignee. By executing the Acceptance hereto, the Assignee represents and warrants to and covenants with the Assignor as follows:

a. That the Assignee is duly organized and validly existing under and by virtue of the laws of the State of Delaware.

b. That the Assignee has full right and authority to enter into and perform its obligations under this Agreement.

5. Additional Documents. The Assignor agrees to execute any and all other documents which are, in the opinion of the Assignee or its counsel, necessary to carry out the terms and conditions of this Agreement to the fullest extent the Assignor may do so without violating or being in default under any applicable law or under any other agreement to which the Assignor is a party.

IN WITNESS WHEREOF, the Assignor has executed this Assignment to become effective on this 31st day of March, 1999.

ASSIGNOR:

WHOLESOME FOODS, L.L.C.

By: W.F. Schwer
Name: WILLIAM SCHWER
Title: SR. VICE PRESIDENT

ACCEPTANCE OF ASSIGNMENT

The undersigned, being the Assignee as set forth above, does hereby acknowledge and accept the foregoing Assignment as of March 31, 2000.

RAGUS HOLDINGS, INC.

By: Roy Cordes Jr.
Name: ROY CORDES JR.
Title: Vice President & Secretary

SCHEDULE A

THE LICENSED MARKS

<u>MARK</u>	<u>APPLN/ REG. NO.</u>	<u>APPLN/REG. DATE</u>
SUCANAT	1,263,128	1/3/84
WHOLESOME FOODS	75/230,869	01/24/97
WHOLESOME FOODS	2,187,206	6/16/98
WHOLESOME SWEETNERS	75/738,262	6/28/99

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016962:00002
HOUSTON:016962/00002:394272v1