

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

05-04-2001



101701292

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

1. Name of conveying party(ies):

Alden Merrell Corporation

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

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

3. Nature of conveyance:

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

Execution Date: December 6, 2000

2. Name and address of receiving party(ies)

Name: H. J. Heinz Company

Internal Address:

Street Address: 1062 Progress Street

City: Pittsburgh State: PA ZIP: 15212

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Pennsylvania
- 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) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See attached Exhibit A

Additional numbers attached? Yes No

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

Name: Dean A. Bierkan, Esq.

Internal Address: H. J. Heinz Company

Street Address: 1062 Progress Street

City: Pittsburgh State: PA ZIP: 15212

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41).....\$ 115.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

08-1631

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

DO NOT USE THIS SPACE

05/03/2001 DBYRNE 00000136 081631 2103238

1 FC-401 40.00 CH
02 FC-402 75.00 CH

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.

Dean A. Bierkan
Name of Person Signing

Signature

04/18/2001

Date

Total number of pages including cover sheet, attachments, and document: 3

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

TRADEMARK
REEL: 002286 FRAME: 0179

EXHIBIT A

1. Alden Merrell – Registration Number 2103238 (for use with bakery products)
2. Alden Merrell – Registration Number 2103222 (for use with retail and wholesale bakery shop services and café services)
3. Logo – Registration Number 2132069 (for use with bakery products)
4. Logo – Registration Number 2142091 (for use with retail and wholesale bakery shop services and café services)
- ~~5. Alden Merrell Fine Desserts~~
- ~~6. Alden Merrell Bakery Café~~
- ~~7. Chaos Pie~~
- ~~8. Cappuccino Silk~~
- ~~9. Alden Merrell Cheesecake Company~~
- ~~10. Domain name aldenmerrell.com is currently registered and in use.~~

ASSIGNMENT OF TRADEMARKS

WHEREAS, Alden Merrell Corporation, a Massachusetts corporation (hereinafter referred to as "Assignor"), with an address at Four Graf Road, Newburyport, Massachusetts 01950, has adopted, used and is using the trademarks set forth in Exhibit A attached hereto and is the owner of the registrations and applications for said trademarks set forth on Exhibit A attached hereto (hereinafter the "Trademarks"); and

WHEREAS, H. J. Heinz Company, a Pennsylvania corporation with offices in Pittsburgh, Pennsylvania (hereinafter referred to as "Assignee") is desirous of purchasing the Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby sell, assign, and transfer all right, title and interest in and to the Trademarks to Assignee, its successors and assigns forever, together with all label designs embodying the Trademarks and the goodwill of the business connected with the use of and symbolized by the Trademarks and the registrations and applications for said Trademarks. Assignor agrees to execute any and all additional documents that may be necessary to protect and record title to the Trademarks to Assignee.

Dated this 6th day of December, 2000.

ALDEN MERRELL CORPORATION

By: [Signature]
Name: S. MERRELL STEARNS
Title: President

COMMONWEALTH OF MASSACHUSETTS)
) ss.
COUNTY OF Suffolk)

On this, the 6th day of December, 2000, before me a notary public, the undersigned officer, personally appeared [Signature], known to me (or satisfactorily proven) to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

[Signature]
Notary Public