

05-10-2001

FORM PTO-1595



U.S. DEPARTMENT OF COMMERCE

101711924

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

1. Name of conveying party(ies):
 BFC Investments, L.P.
 2711 Centreville Road, Suite 202, One Little Falls Centre
 Wilmington, DE 19808

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

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

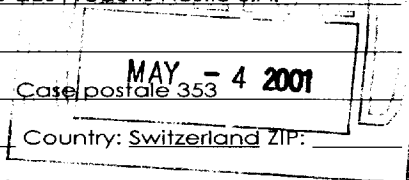
2. Name and address of receiving party(ies):

Name: Société des Produits Nestlé S.A.

Internal Address: _____

Street Address: Case postale 353

City: 1800 Vevey Country: Switzerland ZIP: _____



3. Nature of conveyance: 5-4-01

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: April 23, 2001

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

If assignee is not domiciled in the United States, a domestic representative designation is attached:
 Yes No

Additional name(s) & Address(es) attached?
 Yes No

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)

B. Trademark No.(s)
277,132

Additional numbers attached? Yes No

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

Name: Robert H. Sanders

Internal Address: c/o Nestle USA, Inc.

Street Address: 800 North Brand Blvd. - 20th Floor

City: Glendale State: CA ZIP: 91203

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
03-0775

R. Sanders

DO NOT USE THIS SPACE 400

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.

Robert H. Sanders *R. Sanders* April 27, 2001
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 3

OMB No. 0651-0011 (exp. 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.

05/10/2001 GT0N11 00000024 030775 277132
01 FC:481 40.00 CH

**TRADEMARK
REEL: 002292 FRAME: 0910**

DESIGNATION OF DOMESTIC REPRESENTATIVE

MARK: KLIM

REGISTRATION NO. 277,132 DATED: November 4, 1930

REGISTRANT: Societe des Produits Nestle S.A.

Nestle USA, Inc. whose postal address is:

NESTLE USA, INC.
LEGAL DEPT. - TRADEMARK SECTION
800 NORTH BRAND BOULEVARD
GLENDALE, CALIFORNIA 91203

is hereby designated applicant's representative upon whom notice or process in proceedings affecting the mark may be served.

SOCIETE DES PRODUITS NESTLE S.A.

By: 
Jean-Pierre Maeder
Head of Trademark Department

Dated: May 1, 2001.

DEED OF ASSIGNMENT

WHEREAS BFC INVESTMENTS, L.P., a Delaware limited partnership having its principal place of business at 2711 Centreville Road, Suite 202, One Little Falls Centre, Wilmington, Delaware 19808 (hereinafter referred to as "Seller") is the owner of the following U.S. trademark:


<u>Trademark</u>	<u>Number</u>	<u>Date Registered</u>
KLIM	277,132	November 4, 1930

WHEREAS SOCIETE DES PRODUITS NESTLE S.A., a corporation organized and existing under the laws of Switzerland, having its principal place of business at Case Postale 353, Vevey, Switzerland (hereinafter referred to as "Buyer") is desirous to acquire all right, title and interest in and to said trademark;

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, Seller hereby assigns unto Buyer all right, title and interest in and to said trademark together with the goodwill of the business symbolized thereby in the United States of America.

Executed at Wilm. DE, this 23 day of April, 2001.

BFC INVESTMENTS, L.P.
By: BORDEN FOODS INTERNATIONAL CORPORATION
(Sole general partuer)

By: 
Name: Alyssa Anton
Title: Secretary