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To the Honorable Commissioner of

the attached original documents or copy thereof.

1. Name of conveying party(ies):

BFC Investments, L.P.

12-6-01

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

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

2. Name and address of receiving party(ies)

Name: Trademark Management Company

Internal Address: Suite 604

Street Address: 877 W. Main Street

City: Boise State: ID ZIP: 83702

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- 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

3. Nature of conveyance:

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

Effective Date: July 16, 2001

Execution Date: November 8, 2001

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

A. Trademark Application No.(s)

See attached Schedule A

B. Trademark Registration No.(s)

76019219

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: 24

7. Total fee (37 CFR 3.41).....\$ 615.00

- 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)

12/06/2001 BDRNE 00000125 001631 76019219

DO NOT USE THIS SPACE

01 FC:481 40.00 CH  
02 FC:482 575.00 CH

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.

Nancy A. Linkes, Paralegal  
Name of Person Signing

Nancy A. Linkes  
Signature

12/04/2001  
Date

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

SCHEDULE A

BFC Investments, L.P.

UNITED STATES - APPLICATIONS

United States of America	CLASSIC CREATIONS	Pending	76/019219	04/07/2000	30	Pasta sauces
United States of America	CLASSICO (Word)	Pending	75/812571	10/01/1999	29, 30	Entrees and side dishes consisting primarily of meat or vegetables in Class 29 Entrees and side dishes consisting primarily of rice or pasta in Class 30
United States of America	CLASSICO CREATIONS	Pending	76/019218	04/07/2000	30	Pasta sauces
United States of America	CLASSICO CREATIONS	Pending	76/702355	05/10/1999	23, 30	Dinners, entrees and side dishes comprised of meat or vegetables, rice or pasta and seasonings; gravy and gravy bases; meat tenderizer
United States of America	CLASSICO DI CAMPANIA	Pending	76/268056	06/07/2001	30	Pasta sauces
United States of America	CLASSICO DI CAMPANIA (Design)	Pending	76/268053	06/07/2001	30	Pasta sauces
United States of America	CLASSICO GARDEN FAVORITES	Pending	76/186658	12/05/2000	30	Pasta sauces

United States of America	CLASSICO GARDEN SENSATIONS	Pending	76/181376	12/14/2000	30	Pasta sauces
United States of America	CLASSICO SELECT HARVEST	Pending	76/186650	12/05/2000	30	Pasta sauces
United States of America	CLASSICO TOSS	Pending	75/898170	01/18/2000	30	Pasta sauce
United States of America	CLASSICO TOSSERS	Pending	75/898167	01/18/2000	30	Pasta sauce
United States of America	CREATIONS	Pending	76/019217	04/07/2000	30	Pasta sauces
United States of America	EUROPEAN TOSS	Published	75/898169	01/18/2000	30	Pasta sauces
United States of America	GARDEN SENSATIONS	Pending	76/186659	12/05/2000	30	Pasta Sauces
United States of America	ITALIAN CREATIONS	Pending	76/019214	04/07/2000	30	Pasta sauces
United States of America	ITALIAN TOSS	Published	75/898172	01/18/2000	30	Pasta sauces
United States of America	ITALIAN TOSSERS	Published	75/898171	01/18/2000	30	Pasta sauces

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United States of America	SELECT HARVEST	Pending	76/186600	12/05/2000	30	Pasta sauces
United States of America	SHAKE UP THE FLAVOR	Pending	76/019215	04/07/2000	29, 30	Bouillon (29) Seasonings (30)
United States of America	TOSS & SAVOR	Published	75/898168	01/18/2000	30	Pasta sauces
United States of America	WYLER'S	Published	75/459700	03/31/1998	29	Dinners, entrees and side dishes comprised of meat or vegetables, rice or pasta and seasonings; gravy and gravy bases; meat tenderizer; liquid and frozen soup; soup seasonings; and dehydrated vegetable or seasoning flakes and powders in International Class 29
United States of America	WYLER'S	Pending	75/791562	09/03/1999	29,30	Chili, stew, liquid broth, soup and dehydrated soup, food flavorings, food coloring, fruit and vegetable preservatives, fruit preserves, pectin; cheese, milk, potato chips in International Class 29. Salt, seasoned salt, salt substitute, pepper, spices, seasonings, seasonings mixes, sauces and dry sauce mixes, gravy and dehydrated gravy mixes, marinades, glazes, dry dinner and salad mixes, rice, flavor extracts, pasta, pasta sauce, cookies, crackers, pretzels, cheese flavored corn snacks in International Class 30
United States of America	WYLER'S INSTANT BOUILLON & SEA	Pending	75/906095	01/28/2000	29,30	Bouillon (29) Seasonings (30)
United States of America	WYLER'S SHAKERS	Pending	75/746190	07/08/1999	29, 30	Bouillon in Class 29 Seasonings in Class 30

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TRADEMARK  
REEL: 002402 FRAME: 0994

(3) 4 (3)

**ASSIGNMENT**

WHEREAS, BFC Investments, L.P., a limited partnership of Delaware, with offices located at Suite 202, One Little Falls Centre, 2711 Centerville Road, Wilmington, Delaware 19808 U.S.A., is the owner of certain trademark applications, a list of which is attached hereto as Schedule A; as well as other unregistered common law trademarks, trade dress and label designs; and

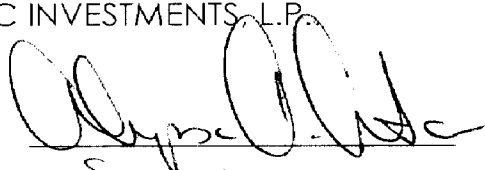
WHEREAS, Trademark Management Company, a Delaware corporation, located at 877 W. Main Street, Suite 604, Boise, Idaho 83702 U.S.A., is desirous of acquiring all right, title and interest in and to the trademark applications including the goodwill of the business connected with the use thereof and symbolized thereby;

NOW THEREFORE, for good and valuable consideration receipt of which is hereby acknowledged, BFC Investments, L.P. does hereby assign unto Trademark Management Company, all right, title and interest in and to the trademark applications set forth in Schedule A and to the unregistered common law trademarks, trade dress and label designs utilized with the trademark applications together with any goodwill of the business symbolized thereby.

BFC Investments, L.P. agrees to execute any and all additional documents that may be necessary from time to time to perfect and record title to the trademarks in Trademark Management Company and to carry out the intent of this Assignment.

BFC INVESTMENTS, L.P.

By:

  
Secretary

Subscribed and sworn to before me this 8<sup>th</sup> day of NOVEMBER, 2001.



Notary Public

**Elizabeth A. Dawson**

**COMMISSION EXPIRES**

**MAY 17, 2005**