

04-12-2002

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

American Sunmelon

3-18-02

- Individual(s)
- General Partnership
- Corporation-State
- Other Joint Venture (California)
- 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: October 27, 1998

2. Name and address of receiving party(ies)

Name: Novartis AG

Internal

Address: _____

Street Address: CH-4002

Basel, Switzerland

City: _____

State: _____

Zip: _____

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Switzerland
- 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 registration number(s):

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) 1,735,117;

1,557,117; 1,609,275 and 659,117

Additional number(s) attached Yes No

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

Name: Keith E. Sharkin

Internal Address: King & Spalding

Street Address: 1185 Avenue of the Americas

City: New York State: NY Zip: 10036

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: _____

DO NOT USE THIS SPACE

9. Signature.

Keith E. Sharkin
Name of Person Signing

Keith E. Sharkin
Signature

March 15, 2002
Date

Total number of pages including cover sheet, attachments, and document: 8

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

TRADEMARK
REEL: 002481 FRAME: 0432

04/11/2002 LINEER 0000053 1735117
01 FC-001
02 FC-002

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Trademark: AMERICAN SUNMELON
Reg. No.: 1,557,117
Registrant: Novartis AG

DESIGNATION OF DOMESTIC REPRESENTATIVE

TO THE COMMISSIONER OF TRADEMARKS

King & Spalding, whose postal address is 1185 Avenue of the Americas, New York, New York 10036, is hereby designated as registrant's representative upon whom notices or process in proceedings affecting the mark may be served.

Respectfully submitted,

Novartis AG

Dated: March 15, 2002

By: 

Name: Sheila Bodmer

Title: Duly Authorized Officer

By: 

Name: Rachel Furlenmeier

Title: Duly Authorized Signatory

NUNC PRO TUNC ASSIGNMENT OF TRADEMARKS

WHEREAS, American Sunmelon, a California joint venture having a place of business at 4200 Perimeter Center, Oklahoma City, Oklahoma 73112 ("Assignor"), has adopted and used in its business and is the sole and exclusive owner of each of the trademarks listed in Annex A attached hereto and incorporated herein by reference, all of which trademarks are registered or applied for in the United States Patent and Trademark Office under the registration or application numbers listed in Annex A (all of such trademarks, registrations and applications for registration are herein referred to as the "Trademarks");

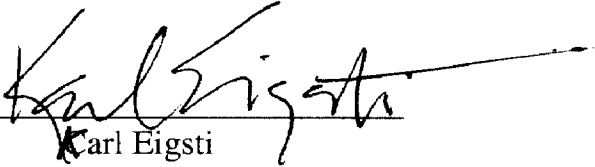
WHEREAS, NOVARTIS AG, a Swiss corporation having a place of business at 4002 Basel, Switzerland ("Assignee"), desires to acquire the entire right, title and interest in and to each of the Trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged by Assignor, Assignor does hereby sell, transfer, convey, assign and deliver to Assignee all of Assignor's right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized thereby, and further agrees to execute any additional documents required for the purpose of recording the transfer of trademarks with any patent and trademark office.

This Assignment of Trademarks shall inure to the benefit of and be binding upon Assignee and Assignor and their respective successors and assigns.

IN WITNESS WHEREOF, Assignor has caused its duly authorized representative to execute this Nunc Pro Tunc Assignment of Trademarks effective as of the 27th day of October, 1998.

AMERICAN SUNMELON

By: 
Karl Eigsti

Title: Member of Executive Committee

Sworn to and subscribed before me
this 11 day of ~~February~~ March 2002


Notary Public

my commission expires January 2, 2009

Annex A
To Assignment of Trademarks

U.S. Trademark Registrations
and Applications therefor

<u>Mark</u>	<u>Serial No.</u>	<u>Filing Date</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
Tri-X-313	74-211,974	10/15/91	1735117	11/24/92
American Sunmelon	772,898	1/3/89	1557117	9/19/89
Watermelon Slice	73/811,923	7/11/89	1609275	8/7/90
Tri-X-XXX	72024410	2/14/57	0659177	3/11/58