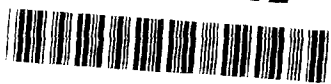


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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New 4-11-02
- Resubmission (Non-Recordation)
Document ID #
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Reel # Frame #
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Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

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

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership 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.)
- Corporation Association
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TRADEMARK
REEL: 002488 FRAME: 0536

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)

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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)

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.

Kathryn M. Wheble

3-28-02

Name of Person Signing

Signature

Date Signed

TRADEMARK ASSIGNMENT AGREEMENT

THIS TRADEMARK AGREEMENT is made as of September 8, 1999 (the "Effective Date") between Nita E. Pepper Co-Tr & James G. Pepper Co-Tr U/A DTD 1-9-90 F/NEP, a trust having an address at c/o James G. Pepper, Co-Trustee, 300 Mercer Street Apt. 23J New York, NY 10003 ("Assignor") and Nonni's Food Company, Inc., a Florida corporation having its principal place of business at 6846 South Canton, Suite 110, Tulsa, OK 74136 ("Assignee").

WHEREAS, Assignor has adopted, used, is using and owns certain rights in and to the trademarks set forth below and is the owner of the following State and Federal Registered trademarks and the trademark application pending at the U.S. Patent and Trademark Office (collectively "Trademarks"):

<u>Mark</u>	<u>Ser./Reg. No.</u>	<u>Filing/Reg. Date</u>
CAPE COD CRANBERRY COOKIES (AND DESIGN)	75/493,324	05/29/98
CAPE COD CRANBERRY COOKIES (AND DESIGN)	2,110,058	10/28/97
CAPE COD CRANBERRY COOKIE CO.	102003	12/20/96 (California)
CAPE COD CRANBERRY COOKIE CO.	961146814	11/12/96 (Colorado)
CAPE COD CRANBERRY COOKIE CO.	T15982	11/13/96 (Georgia)
CAPE COD CRANBERRY COOKIE CO.	079510	11/14/96 (Illinois)
CAPE COD CRANBERRY COOKIE CO.	19970161	11/12/96 (Maine)
CAPE COD CRANBERRY COOKIE CO.	53468	11/12/96 (Massachusetts)
CAPE COD CRANBERRY COOKIE CO.	25560	11/13/96 (Minnesota)
CAPE COD CRANBERRY COOKIE CO.	14359	11/14/96 (New Jersey)
CAPE COD CRANBERRY COOKIE CO.	R28501	12/05/96 (New York)
CAPE COD CRANBERRY COOKIE CO.	961106	11/12/96 (Rhode Island)
CAPE COD CRANBERRY COOKIE CO.	56216	11/16/96 (Texas)

CAPE COD CRANBERRY
COOKIE CO.

025688

11/14/96 (Washington)

CAPE COD CRANBERRY
COOKIES HOMEMADE
ON CAPE COD

47501

12/07/92 (Massachusetts)

WHEREAS, Assignee is desirous of acquiring all of Assignor's right, title and interest in and to the Trademarks;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign to Assignee all its right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by and associated with the Trademarks and that portion of the business associated with the trademarks.

Signed this 8th day of September, 1999

ASSIGNOR:

Nita E. Pepper Co-Tr & James G. Pepper Co-Tr U/A DTD 1-9-90 F/NEP

By: 

Name: James G. Pepper
Co-Trustee

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