

04-28-2003



Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

102432764 TRADEMARKS

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): Phillips Syrup Corporation 4.9.03
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: Phillips Syrup LLC
Internal Address: 1311 Brookpark Road
Street Address:
City: Cleveland State: OH Zip: 44109
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State
Other Ohio Limited Liability Company
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 Merger
Security Agreement Change of Name
Other
Execution Date: April 2, 2003

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s) 591,343;592,600; 1,374,918;2,057,667;2,063,582;2,077,789
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Joseph J. Corso
Internal Address: 526 Superior Avenue East Suite 1200
Street Address:
City: Cleveland State: OH Zip: 44114-1484

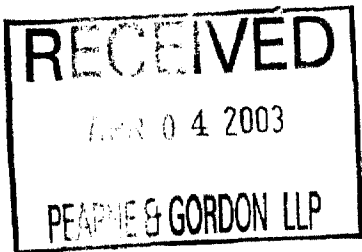
6. Total number of applications and registrations involved: 6
7. Total fee (37 CFR 3.41) \$ 165.00
Enclosed
Authorized to be charged to deposit account
8. Deposit account number:
For additional fees or credit overpayments 16-0820

DO NOT USE THIS SPACE

9. Signature.
Joseph J. Corso April 7, 2003
Name of Person Signing Signature Date
Total number of pages including cover sheet, attachments, and document: 3

04/25/2003 6T0N11 00000140 591343
01 FC:8521 40.00 OP
02 FC:8522 125.00 OP

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



ASSIGNMENT OF TRADEMARK RIGHTS

BE IT KNOWN THAT in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, Phillips Syrup Corporation, a corporation of the state of Ohio, hereinafter referred to as "ASSIGNOR", has as of March 1, 2003, sold, assigned, and transferred to Phillips Syrup LLC, an Ohio limited liability company, and its successors and assigns, all hereinafter referred to as "ASSIGNEE":

All right, title, and interest in the United States and throughout the world in and to any trademarks or service marks, including without limitation the entire right, title, and interest in and to the United States registrations listed on Schedule A attached hereto and made a part hereof, and the entire right, title, and interest in the United States and throughout the world in and to the marks to which said registrations pertain, together with the good will of the business associated with the marks, and in and to any corresponding registrations throughout the world, together with the good will of the business associated with each of the marks to which said registrations pertain and the right to sue for past infringement of each of such marks.

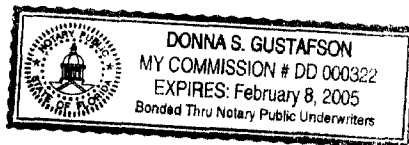
PHILLIPS SYRUP CORPORATION

By: *Robert C. Schallman*  
Robert C. Schallman, President

STATE OF Florida )  
                          ) ss:  
COUNTY OF Palm Beach )

Sworn to and subscribed before me this 2nd day of April, 2003.

*Donna S. Gustafson*  
Notary Public



SCHEDULE A

U.S. TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
FUNDAE	591,343	June 15, 1954
FUNDAE	2,057,667	April 29, 1997
FUNDAE	2,063,582	May 20, 1997
FUNDAE	2,077,789	July 8, 1997
IT'S FUN TO EAT A FUNDAE	592,600	July 13, 1954
PHILLIES	1,374,918	December 10, 1985

FOREIGN TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>COUNTRY</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
FUNDAE	Canada	421,779	January 7, 1994
FUNDAE	Canada	476,446	May 16, 1997
FUNDAE	Mexico	453,308	March 2, 1994
FUNDAE	New Zealand	228,968	July 29, 1993
FUNDAE	United Kingdom	1,418,733	March 27, 1990