

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Nonni's Food Company, Inc.		09/22/2004	CORPORATION: FLORIDA

RECEIVING PARTY DATA	
Name:	Shadewell Grove IP, LLC
Street Address:	500 West Fifth, Suite 700
City:	Tulsa
State/Country:	OKLAHOMA
Postal Code:	74103
Entity Type:	limited liability company: DELAWARE

PROPERTY NUMBERS Total: 2		
Property Type	Number	Word Mark
Serial Number:	76551880	CAPE COD CRANBERRY COOKIES
Registration Number:	2576951	CAPE-COD CRANBERRY COOKIES

CORRESPONDENCE DATA	
Fax Number:	(415)951-3699
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	(415 693-2000
Email:	trademarks@cooley.com
Correspondent Name:	John W. Crittenden
Address Line 1:	One Maritime Plaza
Address Line 2:	20th Floor
Address Line 4:	San Francisco, CALIFORNIA 94111

ATTORNEY DOCKET NUMBER:	145047-203
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NAME OF SUBMITTER:	Michael Young
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Total Attachments: 2
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IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

ASSIGNMENT OF TRADEMARKS UNDER 37 C.F.R. 3.11

WHEREAS, Nonni's Food Company, Inc, a Florida corporation, having its principal offices at 601 South Boulder, Suite 900, Tulsa, Oklahoma, 74119 ("*Nonni's*"), has adopted, used, is using and is the owner of the trademarks CAPE-COD CRANBERRY COOKIES AND DESIGN and CAPE COD CRANBERRY COOKIES now registered and pending in the United States Patent and Trademark Office and referenced in the attached Schedule A.

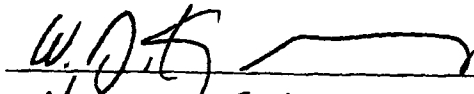
WHEREAS, Shadewell Grove IP, LLC, a Delaware limited liability company, having its principal offices at 500 West Fifth, Suite 700, Tulsa, Oklahoma, 74103 ("*Shadewell Grove IP*") desired to acquire said registered trademark and pending application (together, the "Trademarks"); and

WHEREAS, Nonni's, Shadewell Grove IP and certain other parties entered into that certain Contribution Agreement, dated as of March 29, 2004 (the "*Contribution Agreement*"), pursuant to which, among other things, Nonni's agreed to and did contribute various assets to Shadewell Grove IP, including the Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, in order to memorialize the agreements and transfer contained and provided for in the Contribution Agreement with respect to the Trademarks, Nonni's hereby assigns to Shadewell Grove IP, effective as of March 29, 2004, all right, title and interest in the United States in and to the Trademarks, together with the goodwill of the business symbolized by said Trademarks and the application and registration thereof.

Signed at Nonni's, on this 22nd day of SEPTEMBER 2004.
Tulsa, Oklahoma

Nonni's Food Company, Inc.

By: 
Name: WILLIAM J. KENEALY
Title: CFO

Schedule A

Mark: CAPE-COD CRANBERRY COOKIES AND DESIGN
Registration No.: 2,576,951
Registration Date: June 11, 2002

Mark: CAPE COD CRANBERRY COOKIES
Serial No.: 76/551,880
Filing Date: September 25, 2003