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Conveying Party	Mark if additional names of conveying parties attached Execution Date			
Name SANTA PAULA ORANGE ASSOCIATIO	Month Day Year 12 02 2004			
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Individual General Partnership Limited Partnership XX Corporation Association				
Other				
XX Citizenship/State of Incorporation/Organization	on CALIFORNIA			
Receiving Party Mark if additional names of receiving parties attached				
Name VILLA PARK ORCHARDS ASSOCIATION, THE				
DBA/AKA/TA				
Composed of				
Address (line 1) 960 THIRD STREET				
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FORM PTO-1618C Expires 06/30/99 OMB 0651-0027

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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	·				
	343,168 343,170	2,071,140				
	2,071,141					

TRADEMARK REEL: 003092 FRAME: 0575

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FORM PTO-1 Expires 06. © 0/99 OMB 0651-0027	618B	Page	e 2		U.S. Department of Commerce Patent and Trademark Office TRADEMARK
	epresentative Name and Addr	ress	Enter for the first	Receiving Par	
Name	KRISTEN J. MOYER				
Address (line 1)	ATTORNEY AT LAW				
Address (line 2)	14130 RIVERSIDE DRIVE				
Address (line 3)	SHERMAN OAKS, CA 91423				
Address (line 4)					
Correspond	ent Name and Address _{Area Co}	de and 1	Telephone Number	818-3 79-72	45
Name [KRISTEN J. MOYER				
Address (line 1)	ATTORNEY AT LAW				
Address (line 2)	14130 RIVERSIDE DRIVE				
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			343,100	3437170	270717110
			2,071,141		
Number of Properties Enter the total number of properties involved. # 4					
Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$ 115.00					
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indicated herein.

KRISTEN J. MOYER

Name of Person Signing

Signature

12/8/04

Date Signed

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

Statement and Signature

Authorization to charge additional fees:

XX

Yes

No

ASSIGNMENT

WHEREAS, Santa Paula Orange Association, a California corporation, located and doing business at 215 North Ojai Street, Santa Paula, California 93060-2815, adopted and used in its business and was the owner of certain trademarks which are registered in the United States Patent and Trademark Office as follows:

Registration No.	Date Granted	<u>Trademark</u>
343,168	February 9, 1937	ENDURANCE
343,170	February 9, 1937	STRENGTH
2,071,140	June 17, 1997	STRENGTH & Design
2,071,141	June 17, 1997	ENDURANCE & Design

WHEREAS, The Villa Park Orchards Association, a California corporation, located and doing business at 960 Third Street, Fillmore, California 93015, has heretofore acquired said trademarks from said Santa Paula Orange Association and the registrations thereof; and

WHEREAS, the respective parties desire to further evidence the transfer thereof.

NOW, THEREFORE, for and in consideration of the sum of One Dollar (\$1.00), to it in hand paid, and other good and valuable consideration, the receipt for which is hereby acknowledged, said Santa Paula Orange Association, by these presents, does sell, assign and transfer unto the said The Villa Park Orchards Association, the entire right, title and interest in and to the trademarks noted above, together with that part of the goodwill of the business connected with the use of and symbolized by said marks nunc pro tunc as of December 31, 2003.

IN WITNESS WHEREOF, said hereby executes this assignment this 2nd day of ______, 2004.

SANTA PAULA ORANGE ASSOCIATION

Name: Martin Coert

Title: Secretary, Treasurer

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RECORDED: 12/09/2004 REEL: 003092 FRAME: 0577