

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                       |  |
|-----------------------|--|
| SUBMISSION TYPE:      | NEW ASSIGNMENT                               |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL |

**CONVEYING PARTY DATA**

| Name                | Formerly | Execution Date | Entity Type              |
|---------------------|----------|----------------|--------------------------|
| NZDF Brands Limited |          | 08/31/2005     | CORPORATION: NEW ZEALAND |

**RECEIVING PARTY DATA**

|                 |                                 |
|-----------------|---------------------------------|
| Name:           | New Zealand Milk Brands Limited |
| Street Address: | 9 Princes Street                |
| City:           | Auckland                        |
| State/Country:  | NEW ZEALAND                     |
| Entity Type:    | CORPORATION: NEW ZEALAND        |

**PROPERTY NUMBERS Total: 2**

| Property Type        | Number  | Word Mark   |
|----------------------|---------|-------------|
| Registration Number: | 2539369 | DEWINKEL    |
| Registration Number: | 2560597 | METCHNIKOFF |

**CORRESPONDENCE DATA**

Fax Number: (312)427-6663  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 312 427 1300  
 Email: CHIUSTM@LADAS.NET  
 Correspondent Name: Ladas & Parry  
 Address Line 1: 224 S. Michigan Avenue  
 Address Line 4: Chicago, ILLINOIS 60604

**DOMESTIC REPRESENTATIVE**

Name:  
 Address Line 1:  
 Address Line 2:  
 Address Line 3:

CH \$65.00 2539369

Address Line 4:

NAME OF SUBMITTER:

John E. McKie

Signature:

/John E. McKie/

Date:

09/16/2005

Total Attachments: 2

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Deed of Assignment

THIS ASSIGNMENT is by and between NZDF Brands Limited, a New Zealand corporation ("Assignor") and New Zealand Milk Brands Limited, a New Zealand corporation, with legal residence at 9 Princes Street, Auckland, New Zealand ("Assignee").

WHEREAS, Assignor is the owner of the trade marks and registrations thereof, listed below (the "Trade Marks"):

| Trade Mark  | Number  | Class | Date          | Status     |
|-------------|---------|-------|---------------|------------|
| METCHNIKOFF | 2560597 | 29    | 12 April 2000 | Registered |
| DEWINKEL    | 2539369 | 29    | 19 Feb 2000   | Registered |

WHEREAS, Assignee is desirous of acquiring all of the Assignor's right, title and interest in and to the Trade Marks, and the copyright therein, together with the goodwill of the business symbolized by the Trade Marks in the United States of America.

NOW THEREFORE, for good and valuable consideration, the receipt and legal sufficiency of which is hereby acknowledged, Assignor hereby assigns, transfers and conveys to Assignee, its successors and assigns, all of Assignor's right, title and interest in and to the Trade Marks, together with the goodwill of the business symbolized by the Trade Marks in the United States of America.

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be executed as a deed.

**Execution**

Executed as a Deed. *31 August 2005*

NZDF BRANDS LIMITED by

*[Signature]*  
Director

*GREGORY ANNUNZI*  
Print Name


*[Signature]*  
Director

*BRUCE MCKEAY MURRAY*  
Print Name

CERTIFIED TO BE A TRUE COPY  
**AJ PARK**

PER *[Signature]*  
AGENTS FOR THE APPLICANTS

**NEW ZEALAND MILK BRANDS LIMITED** by its attorney **MICHAEL REX CRONIN** in the presence of:

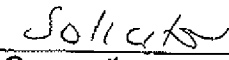
  
\_\_\_\_\_  
Signature of M R Cronin

**WITNESS:**

  
\_\_\_\_\_  
Signature


  
\_\_\_\_\_  
Name:

  
\_\_\_\_\_  
Address:

  
\_\_\_\_\_  
Occupation:

**CERTIFICATE OF NON REVOCATION OF POWER OF ATTORNEY**

I, **MICHAEL REX CRONIN**, certify that I am appointed as the attorney of **NEW ZEALAND MILK BRANDS LIMITED**, pursuant to a Power of Attorney dated 1 May 2004 ("POA"), that my signature, immediately above this certificate, is in my capacity its attorney pursuant to the POA, and that I have not, at the time of affixing my signature (above) received any notice of the revocation of the POA or of any limitation on my powers as attorney, as stated in the POA.

  
\_\_\_\_\_  
Signature of M R Cronin