



03-01-2010

U.S. DEPARTMENT OF COMMERCE
Trademark Office

**RECORDATION FOR
TRADEMARK**



103590127

To the Director of the U. S. Patent and Trademark Office: Please record the attached document(s) as(es) below.

01/17/10
2.2

1. Name of conveying party(ies):

KAPITI FINE FOODS LIMITED

- Individual(s)
- General Partnership
- Corporation- State: _____
- Other Company
- Association
- Limited Partnership

Citizenship (see guidelines) New Zealand

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) April 20, 2009

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: NEW ZEALAND MILK BRANDS LIMITED

Internal Address: _____

Address: _____

Street Address: 9 Princes Street

City: Auckland

State: _____

Country: New Zealand Zip: _____

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other Company

Citizenship New Zealand
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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

3,169,099

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Donald L. Dennison

Internal Address: Dennison, Schultz & MacDonald

Suite 105

Street Address: 1727 King Street

City: Alexandria

State: Virginia Zip: 22314

Phone Number: (703)837-9600 Ext. 15

Fax Number: (703)837-0980

Email Address: ddennison@dennisonlaw.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41)

\$ 40

- CREDIT CARD**
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

CREDIT CARD -AMEX

Deposit Account Number: 88888877 3169099

Authorized User Name: _____

9. Signature:

Donald L. Dennison
Signature

February 24, 2010

Date

Donald L. Dennison

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: **6**

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

KAPITI FINE FOODS LIMITED

NEW ZEALAND MILK BRANDS LIMITED

DEED OF ASSIGNMENT

 **AJ PARK**
INTELLECTUAL PROPERTY
LAWYERS & CONSULTANTS
PATENT & TRADE MARK
ATTORNEYS

TRADEMARK
REEL: 004158 FRAME: 0524

PARTIES

KAPITI FINE FOODS LIMITED, of 9 Princes Street, Auckland, New Zealand
("Assignor")

NEW ZEALAND MILK BRANDS LIMITED, of 9 Princes Street, Auckland, New Zealand
("Assignee")

INTRODUCTION

- A. The Assignor is the registered owner of the Trade Marks.
- B. The Assignor has agreed to assign to the Assignee, and the Assignee has agreed to accept, all rights in and to the Trade Marks on the following terms and conditions.

COVENANTS**1. DEFINITIONS****1.1 Definitions:** In this Deed, unless the context otherwise requires:

Effective Date means the date of this Deed;

Trade Marks means the trade marks in the Schedule of Marks;

Deed means this deed and the attached Schedule of Marks.

2. ASSIGNMENT**2.1 Assignment**

In consideration of the sum of one New Zealand dollar paid to the Assignor by the Assignee (the receipt and sufficiency of which is hereby acknowledged), the Assignor hereby transfers and assigns to the Assignee from the Effective Date absolutely all of its entire right, title and interest in and to the Trade Marks, including the goodwill symbolised by and associated with the Trade Marks.

2.2 Further rights

The assignment in clause 2.1 includes without limitation the Assignor's right to take action and recover any damages or an account of profits against third parties for any infringement of the Trade Marks or any other action in relation to the Trade Marks (whether or not such infringement or breach took place prior to the date of this Deed).

3. GENERAL

3.1 Further assurances


If requested by the Assignee, the Assignor will at the Assignee's expense do all things and execute any further documents that may be required by the Assignee to carry out the purposes and intent of this Deed.

3.2 Governing law

New Zealand law governs the formation, validity, construction and performance of this Deed. This Deed is subject to the non-exclusive jurisdiction of the New Zealand courts to which the parties hereby submit.

SIGNED AS A DEED

SIGNED on behalf of KAPITI FINE
FOODS LIMITED by:

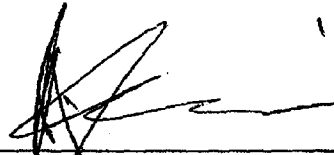


Signature of Malcolm Wesley Smith, Director



Signature of Guy Roper, Director

SIGNED on behalf of NEW ZEALAND
MILK BRANDS LIMITED by:



Signature of Michael Rex Cronin, attorney for
New Zealand Milk Brands Limited

CERTIFICATE OF NON REVOCATION OF POWER OF ATTORNEY

I, MICHAEL REX CRONIN, of Auckland New Zealand, Attorney, certify:











1. That by deed dated 1 May 2004, NEW ZEALAND MILK BRANDS LIMITED of 9 Princes Street, Auckland, New Zealand appointed me its attorney.
2. That I have not received notice of any event revoking the power of attorney.



Signed at Auckland, New Zealand this 20th day of April 2009



Signature of Michael Rex Cronin

SCHEDULE OF MARKS

Country	Mark	IP Number	Classes
Australia	CIRCULAIT	1038111	5, 29
Australia	KAPITI	608739	29
Australia	KAPITI CLASSIC	1038110	5, 29
Australia	TAMARIKI	1086772	29
Australia	WAIKAWA	1086775	29
China		1706647	29
China		1703198	30
Japan		4508906	29, 30
New Zealand	CIRCULAIT	722522	5, 29
New Zealand		721196	29
New Zealand		639834	29
New Zealand		639835	30
New Zealand		636478	29
New Zealand		636479	30
New Zealand	KAPITI	178956	30
New Zealand	KAPITI	178955	29
New Zealand		637208	29
New Zealand		637209	30
New Zealand	KAPITI CLASSIC	724007	29

Country	Mark	IP Number	Classes
New Zealand	KAPITI JERSEY DOUBLE CREAM	684074	29
New Zealand	KIKORANGI	636480	29
New Zealand	WAIKAWA	739203	29
New Zealand	FARMGATE	637984	29
New Zealand		719899	29, 32
New Zealand	RAMARA	786320	29
New Zealand		786321	29, 30
United Arab Emirates	KAPITI	56312	29
United States of America	KAPITI	3169099	29, 30