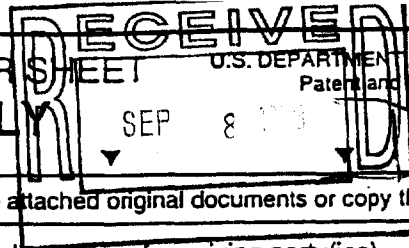


TRADEMARKS ONLY

SEP 8 1998

09-29-1998



To the Honorable Comr

se record the attached original documents or copy thereof.

1. Name of conveying part

Interstate Brands Corporation



100841111

2. Name and address of receiving party(ies)

Name: Interstate Bakeries Corporation

Internal Address:

Street Address: 12 East Armour Boulevard

City: Kansas City State: MO ZIP: 64111

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State Delaware, Other

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State Delaware, Other

Additional name(s) of conveying party(ies) attached? Yes No

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: August 18, 1998

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See Exhibit A Attached Hereto

Additional numbers attached? Yes No

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

Name: Robert D. Hovey

Internal Address: HOVEY, WILLIAMS, TIMMONS & COLLINS

Street Address: 2405 Grand Boulevard Suite 400

City: Kansas City State: MO ZIP: 64108

6. Total number of applications and registrations involved: 26

7. Total fee (37 CFR 3.41).....\$ 665.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

09/28/1998 DNGUYEN 00000271 226218

01 FC:481 40.00 OP 02 FC:482 625.00 OP

DO NOT USE THIS SPACE

9. Statement and signature.

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.

Robert D. Hovey

Name of Person Signing

Signature

9/3/98 Date

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

EXHIBIT A

226,218	927,855	1,670,414	2,135,950
535,134	960,562	1,806,299	2,135,953
654,219	1,158,278	1,867,130	2,139,074
669,059	1,172,485	1,915,855	2,143,422
728,627	1,226,097	2,134,517	2,147,632
799,618	1,226,819	2,134,518	
896,105	1,254,920	2,135,949	

TRADEMARK ASSIGNMENT



WHEREAS, Interstate Brands Corporation, a corporation of Delaware, of 12 East Armour Boulevard, Kansas City, Missouri 64111 (Assignor), has adopted, used and is using the marks identified in Schedule A attached hereto;

WHEREAS, Interstate Bakeries Corporation, a corporation of Delaware, of 12 East Armour Boulevard, Kansas City, Missouri, 64111 (Assignee), is desirous of acquiring said marks and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Assignor does hereby assign unto the said Assignee, all right, title and interest in and to the said marks, together with the good will of the business symbolized by the marks, and the above identified registrations thereof together with the right to sue for and collect on all claims for damages by reason of past infringement of said marks.

IN WITNESS WHEREOF, Assignor has executed this instrument this 18th day of August, 1998.

INTERSTATE BRANDS CORPORATION

Signed: 
Name:  Ray Sandy Sutton
Title: Vice President

State of Missouri)

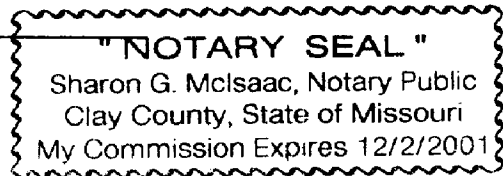
County of Jackson)

On the 18 day of August, 1998, before me appeared
Ray Sandy Sutton, the person who signed this
instrument, who acknowledged that he/she signed it as a free
act on behalf of the identified corporation with authority
to do so.

Sharon G. McIsaac
Notary Public

My Commission Expires:

12/02/2001



SCHEDULE A

	<u>Registration #</u>	<u>Registration Date</u>
BANANA SHORTCAKES	1,254,920	10/18/83
CREME POCKETS	2,143,422	03/10/98
DEVIL DOGS	2,135,953	02/10/98
DEVIL DOGS (Logo 1)	226,218	04/05/27
DEVIL DOGS (Logo 2)	2,134,517	02/03/98
DOZY OATS	1,172,485	10/06/81
DRAKE'S	654,219	11/05/57
DRAKE'S (Logo - Flag)	960,562	06/05/73
DRAKE'S (Logo - Ribbon)	1,867,130	12/13/94
DRAKE'S AND DESIGN	2,139,074	02/24/98
DRAKE'S AND DESIGN	2,147,632	03/31/98
FRESHNESS YOU CAN TASTE	1,226,097	02/01/83
FRUIT DOODLES	799,618	11/30/65
FUDGE MATES	1,226,819	02/08/83
FUNNY BONES	728,627	03/13/62
OATWICH	1,915,855	08/29/95
PASTRY PICK M UPS (Logo)	1,670,414	12/31/91
PICK M UPS (Logo)	1,806,299	11/23/93
RING DING JR.	1,158,278	06/23/81
RING DING	669,059	10/28/58

SCHEDULE A, cont.

	<u>Registration #</u>	<u>Registration Date</u>
RING DINGS	2,135,949	02/10/98
SUNNY DOODLES	927,855	01/25/72
YANKEE DOODLES	2,134,518	02/03/98
YANKEE DOODLES (New Logo)	2,135,950	02/10/98
YANKEE DOODLES (Logo)	535,134	12/26/50
YODELS	896,105	08/04/70