

FORM PTO-1594
1-31-92

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

J. W. Allen & Co.

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

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

2. Name and address of receiving party(ies):

Name: Rich Products Corporation

Internal Address: _____

Street Address: 1150 Niagara Street

City: Buffalo State: NY ZIP: 14213

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

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
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 9-19-00

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

A. Trademark Application No.(s)

75/635903

B. Trademark registration No.(s)

917416 924378 1224481

Additional numbers attached? Yes No

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

Name: Anne E. Downey, Esq.

Internal Address: Downey & Downey

Street Address: 8999 Rockwood Rd.

City: Boston State: NY ZIP: 14025

6. Total number of applications and registrations involved

24

7. Total fee (37 CFR 3.41) \$ 615.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

501511

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

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.

Anne F. Downey
Name of Person Signing

Anne F. Downey
Signature

10-31-00
Date

Total number of pages including cover sheet, attachments, and document: 7

OMB No.: 0651-0011

TRADEMARK

**ADDITIONAL REGISTRATION NUMBERS
FOR THE TRADEMARK ASSIGNMENT FROM
J.W. ALLEN & CO. TO RICH PRODUCTS CORPORATION**

ALLENDALE

Reg. No. 1,226,798
Reg. Date: 2-8-83

ALLEN (and design)

Reg. No. 1,226,799
Reg. Date: 2-8-83

E-Z SCHMEER

Reg. No. 1,228,653
Reg. Date: 2-22-83

FEATHERFLUFF

Reg. No. 1,235,386
Reg. Date: 4-19-83

E-Z-USE

Reg. No. 1,250,592
Reg. Date: 9-6-83

TENDER-DO

Reg. No. 1,251,254
Reg. Date: 9-13-83

MIX FOR PROFIT

Reg. No. 1,374,308
Reg. Date: 12-3-85

MAXI-BAKE

Reg. No. 1,374,994
Reg. Date: 12-10-85

DEC-N-ICE

Reg. No. 1,464,771
Reg. Date: 11-10-87

CINN-SATIONAL

Reg. No. 1,551,166
Reg. Date: 8-8-89

PERFORMER

Reg. No. 1,634,285
Reg. Date: 2-5-91

SUCCESS

Reg. No. 1,648,273

Reg. Date: 6-18-91

FRESHLY YOURS

Reg. No. 1,653,350

Reg. Date: 8-6-91

SENSIBLE CHOICE

Reg. No. 1,741,527

Reg. Date: 12-22-92

MIX-N-ICE

Reg. No. 1,751,990

Reg. Date: 2-9-93

SENSIBLE CHOICE

Reg. No. 1,892,295

Reg. Date: 5-02-95

PERFECT FINISH

Reg. No. 2,018,257

Reg. Date: 11-19-96

ALLEN'S

Reg. No. 2,142,931

Reg. Date: 3-10-98

HOME BAKING

Reg. No. 2,149,833

Reg. Date: 4-7-98

WONDER WHIP

Reg. No. 2,200,008

Reg. Date: 10-27-98

ASSIGNMENT OF INTELLECTUAL PROPERTIES

THIS ASSIGNMENT dated as of September 19, 2000 given by **J.W. ALLEN & CO.**, an Illinois corporation having its principal place of business at 555 Allendale Drive, Wheeling, Illinois 60090 ("Assignor"), to **RICH PRODUCTS CORPORATION**, a Delaware corporation having its principal place of business at 1150 Niagara Street, Buffalo, New York 14213 ("Assignee").

WHEREAS, Assignor is transferring substantially all of its assets to Assignee; and

WHEREAS, said assets include all intellectual properties of Assignor;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, transfers and assigns unto Assignee all of its right, title and interest in and to the following assets: all of Assignor's intellectual properties (the "Intellectual Properties"), including without limitation the trademarks listed on Exhibit A hereto ("Trademarks"), together with the goodwill of Assignor's business in connection with which the Trademarks are used and which is symbolized by the Trademarks, and the right to sue for past, present or future infringements of any of the Intellectual Properties and to recover damages and other amounts related thereto.

TO HAVE AND TO HOLD the same unto the said Assignee, its successors and assigns, forever.

J.W. ALLEN & CO.

By: 

William E. Grieshober, Assistant Secretary

EXHIBIT A

Trademarks

ALLEN (and design)

Reg. No. 1,226,799

Reg. Date: 2-8-83

ALLEN (and design)

Reg. No. 1,224,481

Reg. Date: 1-18-83

ALLENDALE

Reg. No. 1,226,798

Reg. Date: 2-8-83

ALLEN'S

Reg. No. 2,142,931

Reg. Date: 3-10-98

BAG-EEZ

Reg. No. 924378

Reg. Date: 11-23-71

CINN-SATIONAL

Reg. No. 1,551,166

Reg. Date: 8-8-89

DEC-N-ICE

Reg. No. 1,464,771

Reg. Date: 11-10-87

E-Z SCHMEER

Reg. No. 1,228,653

Reg. Date: 2-22-83

E-Z-USE

Reg. No. 1,250,592

Reg. Date: 9-6-83

FEATHERFLUFF

Reg. No. 1,235,386

Reg. Date: 4-19-83

FRESHLY YOURS

Reg. No. 1,653,350
Reg. Date: 8-6-91

HOME BAKING

Reg. No. 2,149,833
Reg. Date: 4-7-98

LOV-N-MOIST

Reg. No. 1,615,911
Reg. Date: 10-2-90

MAXI-BAKE

Reg. No. 1, 374,994
Reg. Date: 12-10-85

MIX FOR PROFIT

Reg. No. 1,374,308
Reg. Date: 12-3-85

MIX-N-BAKE

Reg. No. 917,416
Reg. Date: 7-27-71

MIX-N-ICE

Reg. No. 1,751,990
Reg. Date: 2-9-93

PERFECT FINISH

Reg. No. 2,018,257
Reg. Date: 11-19-96

PERFORMER

Reg. No. 1,634,285
Reg. Date: 2-5-91

SENSIBLE CHOICE

Reg. No. 1,741,527
Reg. Date: 12-22-92

SENSIBLE CHOICE

Reg. No. 1892295
Reg. Date: 5-02-95

SUCCESS

Reg. No. 1,648,273
Reg. Date: 6-18-91

TENDER-DO

Reg 1,251,254

Reg. Date: 9-13-83

WONDER WHIP

Reg. No. 2,200,008

Reg. Date: 10-27-98

FUNSTUFF (and design)

App. 75/635903

Filed: 2-8-99