

03-04-2002

FORM PTO-1594 (modified)

RECOF

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

U.S. DEPARTMENT OF COMMERCE

U.S. Patent and Trademark Office



102001525

2/26/02

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

1. Name of conveying party(ies):
Perdue Farms Incorporated
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State: Maryland
 Other: _____
 Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
 Name: Perdue Holdings, Inc.
 Internal Address: _____
 Street Address: P.O. Box 8985
 City: Wilmington State: DE ZIP: 19899-8985
 Individual(s) citizenship: _____
 Association _____
 General Partnership of: _____
 Limited Partnership of: _____
 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 Merger
 Security Agreement Change of Name
 Other: _____
 Effective Date: December 30, 2001

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)

B. Trademark Registration No.(s)
 1,993,030 1,856,859 1,670,398 1,409,665 1,309,245
 1,864,832 1,797,984 1,668,660 1,420,286 1,342,934
 1,864,831 1,810,145 1,618,933 1,346,518 1,165,714
 1,264,375

Additional numbers attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Ann K. Ford, Esq.
 Internal Address: _____
PIPER MARBURY RUDNICK & WOLFE LLP
 Street Address: 1200 Nineteenth Street, NW
 City: Washington State: DC ZIP: 20036
03/04/2002 LMUELLER 00000054 501150 1993030

6. Total number of applications and registrations involved: 16
 7. Total fee (37 C.F.R. § 3.41). \$ 415.00
 Enclosed
 Authorized to be charged to deposit account
 8. Deposit account number:
501150 FEB 26 2002
 (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.
Thomas E. Zutic, Esq. Thomas E. Zutic 2/26/02
 Name of Person Signing Signature Date

Total no. of pages incl. cover sheets, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 002452 FRAME: 0668

TRADE/SERVICE MARK ASSIGNMENT

THIS TRADE/SERVICE MARK ASSIGNMENT (this "Assignment"), effective as of December 30, 2001 (the "Effective Date"), is made by and between Perdue Farms Incorporated, a Maryland corporation ("Assignor") and Perdue Holdings, Inc., a Delaware corporation ("Assignee").

WHEREAS, Assignor is the owner of all right, title and interest in and to the trade/service marks and the United States and foreign registrations and/or applications therefor that are listed on Exhibit A (collectively, the "Marks"); and

WHEREAS, Assignor is desirous of assigning, as a contribution to the capital of Assignee, Assignor's wholly-owned subsidiary, and Assignee is desirous of obtaining, all right, title and interest in and to the Marks.

NOW THEREFORE, for good and valuable consideration, the sufficiency and receipt of which are hereby acknowledged, Assignor hereby assigns, transfers and conveys unto Assignee, as a contribution to the capital of Assignee, Assignor's wholly-owned subsidiary, all right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, the same to be held and enjoyed by Assignee for its own use and enjoyment, and for the use and enjoyment of its successors, assigns and/or other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment and sale had not been made; together with all claims for damages by reason of past infringement of the Marks, with the right to sue for, and collect the same for its own use and behalf, and for the use and on behalf of its successors, assigns or other legal representatives.

PERDUE FARMS INCORPORATED

Thomas E. Mahn

By: Thomas E. Mahn

Its: Vice President, Finance

State of MARYLAND)
County of Wicomico) ss

Subscribed and sworn before me this 27th day of December, 2001.

Ellen Dale Whitehead
Notary Public

My Commission expires: June 1, 2003

Exhibit A

Mark	Serial/Registration No.
CARVER CHOICE & Design	1,993,030
SHENANDOAH & Design	1,864,832
SHENANDOAH & Design	1,864,831
SHENANDOAH	1,856,859
SHENANDOAH DELUXE TURKEY BREAST & Design	1,797,984
CAROLINA FARE	1,810,145
HARVESTLAND	1,670,398
SHENANDOAH	1,668,660
SOUTHERN CURE	1,618,933
PENNYS WORTH CORNISH HEN	1,409,665
PENNYS WORTH	1,420,286
COUNTRY CORNER	1,346,518
HARVESTLAND	1,309,245
SHENANDOAH	1,342,934
FAMILY FEAST	1,165,714
SHORELINE	1,264,375



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February 26, 2002

VIA HAND DELIVERY

BOX ASSIGNMENTS - FEE
United States Patent and Trademark Office
Attn: Customer Services Counter
1213 Jefferson Davis Highway, 3rd Floor
Arlington, Virginia 22202

Re: Recordation of Assignment from Perdue Farms Incorporated
to Perdue Holdings, Inc.
for 16 (sixteen) U.S. Trademark Registrations
Our Reference: 304995-2

Sir or Madam:

We enclose the following for filing in the Patent and Trademark Office:

- XX Recordation Cover Sheet;
- XX Assignment document
- XX Exhibit A

Also, enclosed is our check for the required filing fee in the amount of \$415. Should this check become detached, or the amount be insufficient, please charge our Deposit Account No. 501150.

Respectfully submitted,

Piper Marbury Rudnick & Wolfe LLP

By: Thomas E. Zutic
Ann K. Ford
Thomas E. Zutic

AKF/TEZ/cv
Enclosures

on 2/26/02 1:04 PM
 Ann K. Ford
 Fee for \$415.00