

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
Indopco, Inc. d/b/a Quest International Flavors & Food Ingredients Company		04/30/2004	COMPANY: DELAWARE

RECEIVING PARTY DATA	
Name:	Kerry Group Services Ltd.
Street Address:	Princes Street, Tralee County
City:	Kerry
State/Country:	IRELAND
Entity Type:	COMPANY: IRELAND

PROPERTY NUMBERS Total: 43

Property Type	Number	Word Mark
Registration Number:	1088449	AFERM
Registration Number:	1696291	ALTA
Registration Number:	1764705	ALTA
Registration Number:	1808684	AMICASE
Registration Number:	1374432	AMISOY
Registration Number:	1473365	ALCO-WHIP
Registration Number:	1415468	BREAKBRIGHT
Registration Number:	0320562	CHILKO
Registration Number:	0820167	CLEARFIL
Registration Number:	0663324	CONVERTASE
Registration Number:	1872140	DELTAGEL
Registration Number:	0433853	EDAMIN
Registration Number:	1544683	EMPRUV
Registration Number:	1434858	ENRICH
Registration Number:	0969732	HY-CASE

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Registration Number:	0779567	FARGO
Registration Number:	1327792	FERMCAP
Registration Number:	0816013	FILTROSOL A
Registration Number:	1265177	FORTILAC
Registration Number:	1124796	HY-SOY
Registration Number:	1843371	HY-YEST
Registration Number:	0863220	LACTACEL
Registration Number:	0774230	LIQUI.AGED
Registration Number:	1125479	MIGHTY SOFT
Registration Number:	1471540	MIRA-FOAM
Registration Number:	1314895	MIRA-PRO
Registration Number:	1380923	MP PECTOL
Registration Number:	0606268	MYVACET
Registration Number:	0416877	N-Z-AMINE
Registration Number:	0982185	N-Z-CASE
Registration Number:	1088974	N-Z-SOY
Registration Number:	1364103	OENO
Registration Number:	0969473	PEPTICASE
Registration Number:	1091506	PER/LAC
Registration Number:	1352279	PRIMAGEN
Registration Number:	1095580	PRIMATONE
Registration Number:	0836386	SAGA
Registration Number:	1306262	SARDO
Registration Number:	1397841	SHAKE STABILIZER 48
Registration Number:	1420704	SHEFTONE
Registration Number:	1853758	UPHOLD
Registration Number:	1479807	VERSA-WHIP
Registration Number:	0762547	YEASTEX

CORRESPONDENCE DATA

Fax Number: (703)905-2500
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 703-905-2145
Email: va-logocops@pillsburywinthrop.com
Correspondent Name: James R. Menker
Address Line 1: Pillsbury Winthrop
Address Line 2: P.O. Box 10500

Address Line 4: McLean, VIRGINIA 22102

ATTORNEY DOCKET NUMBER:

81326/0081326

DOMESTIC REPRESENTATIVE

Name: James R. Menker

Address Line 1: P.O. Box 10500

Address Line 4: McLean, VIRGINIA 22102

NAME OF SUBMITTER:

James R. Menker

Total Attachments: 9

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30 April 2004

INDOPCO, INC. acting on its own behalf
and on behalf of its business unit
Quest International Flavors
& Food Ingredients Company

KERRY GROUP SERVICES LTD

DEED OF ASSIGNMENT OF TRADE MARKS

A DEED OF ASSIGNMENT OF TRADE MARKS made on 30 April 2004

BETWEEN

- (1) **INDOPCO, INC.**, acting on its own behalf and on behalf of its business unit, Quest International Flavors & Food Ingredients Company, a company incorporated in Delaware (identification number 13-1522451) whose registered office is at 10 FINDERNE AVENUE, BRIDGEWATER, NEW JERSEY 08807 (the *Assignor*); and
- (2) **KERRY GROUP SERVICES LTD** a company incorporated in Ireland (registered number 116550) whose registered office is at Princes Street, Tralee, Co. Kerry (the *Assignee*).

WHEREAS

(A) The Assignor is the registered proprietor of the trade mark registrations (the *Trade Marks*) and the applicant for the trade mark applications (the *Applications*) set out in Schedule 1.

(B) Pursuant to the master sale and purchase agreement between Imperial Chemical Industries PLC (*ICI*) and Kerry Group PLC (*Kerry*) dated 1 March 2004 (the *Agreement*), ICI agreed to sell and transfer (or procure the sale and transfer of) and Kerry agreed to purchase (or procure the purchase of), *inter alia*, the Trade Marks and the Applications.

IT IS AGREED as follows:

1. ASSIGNMENT

The Assignor hereby assigns to Assignee all of the Assignor's right, title and interest in and to the Trade Marks and the Applications, including (without limitation):

- (a) all statutory and common law rights attaching to the Trade Marks and the Applications; and
- (b) the right to sue for and obtain injunctive relief, damages and all other relief in respect of any infringement or misuse (whether past, present or future) of any of the Trade Marks, Applications or trade marks granted pursuant to any Application.

2. FURTHER ASSURANCE

The Assignor shall, at the request of the Assignee and at the Assignee's cost, execute all documents and do all things necessary to vest in the Assignee all rights assigned to the Assignee under this Deed of Assignment and to give the Assignee the full benefit of this Deed of Assignment.

3. COUNTERPARTS

This Deed of Assignment may be executed in any number of counterparts, and by the parties to it on separate counterparts, but shall not be effective until all the parties have executed at least one counterpart but all the counterparts shall together constitute but one and the same instrument.

4. LAW AND JURISDICTION

This Deed of Assignment shall be governed by and construed in accordance with English law. Each party agrees that the courts of England and Wales are to have non-exclusive jurisdiction to settle any claim or matter arising under this Deed of Assignment and each party submits to the jurisdiction of the English courts.

Country	Trademark	Class	Application No	Application Date	Reg No	Reg Date	Next Renewal Due	Status
Sweden	SAGA	1	4752/74	15-Oct-1974	151055	11-Apr-1975	11-Apr-2005	Registered
United Kingdom	CHILKO	1	1019907	31-Oct-1973	1019907	23-Mar-1971	31-Oct-2004	Registered
United States of America	AFERM	1	73/142947	29-Sep-1977	1088449	4-Apr-1978	4-Apr-2008	Registered
United States of America	ALTA	29	74/177173	17-Jun-1991	1696291	23-Jun-1992	23-Jun-2012	Registered
United States of America	ALTA	29, 30	74/305938	20-Aug-1992	1764705	13-Apr-1993	13-Apr-2013	Registered
United States of America	AMICASE	1	74/306202	21-Aug-1992	1808684	7-Dec-1993	7-Dec-2013	Registered
United States of America	AMISOY	1	512252	6-Dec-1984	1374432	10-Dec-1985	10-Dec-2005	Registered
United States of America	AMITONE	1	473388	2-Apr-1984	1321657	26-Feb-1985	26-Feb-2005	Registered
United States of America	BIOBAKE (stylized)	1	74/177174	17-Jul-1991	1697255	30-Jul-1992	30-Jul-2012	Registered
United States of America	ALCO-WHIP	29	657598	27-Apr-1987	1473365	19-Jan-1988	19-Jan-2008	Registered

TRADEMARK

Country	Trademark	Class	Application No	Application Date	Reg No	Reg Date	Next Renewal Due	Status
United States of America	BREAKBRIGHT	1	73/587288	30-Mar-1986	1415468	4-Nov-1986	4-Nov-2006	Registered
United States of America	CHILKO	1	71/350109	16-Apr-1934	320562	1-Jan-1935	1-Jan-2005	Registered
United States of America	CLEARFIL		234774	16-Dec-1965	820167	13-Dec-1966	13-Dec-2006	Registered
United States of America	CONVERTASE	1	72/037452	18-Sep-1957	663324	24-Jun-1958	24-Jun-2008	Registered
United States of America	DELTAGEL	1	74/465780	6-Dec-1993	1872140	10-Jan-1995	10-Jan-2005	Registered
United States of America	EDAMIN	1	485161	28-Jun-1945	433853	4-Nov-1947	4-Nov-2007	Registered
United States of America	EMPRUV	29	73/762308	7-Nov-1988	1544683	20-Jun-1989	20-Jun-2009	Registered
United States of America	ENRICH		562934	11-Oct-1985	1434858	31-Mar-1987	31-Mar-2007	Registered
United States of America	HY-CASE	29	437919	10-Oct-1972	969732	2-Oct-1973	2-Oct-2013	Registered
United States of America	FARGO		183887	9-Jan-1964	779567	9-Nov-1964	9-Nov-2004	Registered

TRADEMARK

Country	Trademark	Class	Application No	Application Date	Reg No	Reg Date	Next Renewal Due	Status
United States of America	FERMCAP	1	73/469227	8-Mar-1984	132792	2-Apr-1985	2-Apr-2005	Registered
United States of America	FILTROSOL A		207909	10-Dec-1964	816013	4-Oct-1966	4-Oct-2006	Registered
United States of America	FORTILAC	29	73/389670	27-Sep-1982	1265177	24-Jan-1984	24-Jan-2004	Registered
United States of America	G-400 H	30	688924	6-Jul-1955	636905	6-Nov-1956	6-Nov-2006	Registered
United States of America	G-400 V	30	688925	6-Jul-1955	636906	6-Nov-1956	6-Nov-2006	Registered
United States of America	HY-SOY	1	104676	28-Oct-1976	1124796	11-Sep-1979	11-Sep-2009	Registered
United States of America	HY-YEST	1, 5, 30	74/273037	7-May-1992	1843371	5-Jul-1994	5-Jul-2004	Registered
United States of America	LACTACEL	1	72/282594	16-Oct-1967	863220	7-Jan-1969	7-Jan-2009	Registered
United States of America	LIQUI-AGED		167928	1-May-1963	774230	28-Jul-1964	28-Jul-2004	Registered
United States of America	MIGHTY SOFT	1	73/188872	10-Oct-1978	1125479	2-Oct-1979	2-Oct-2009	Registered

TRADEMARK

REEL: 002902 FRAME: 0570

Country	Trademark	Class	Application No	Application Date	Reg No	Reg Date	Next Renewal Due	Status
America								
United States of America	MIRA-FOAM	29	657596	27-Apr-1987	1471540	5-Jan-1988	5-Jan-2008	Registered
United States of America	MIRA-PRO	30	461092	16-Jan-1984	1314895	15-Jan-1985	15-Jan-2005	Registered
United States of America	MP PECTOL		355663	22-Mar-1982	1380923	4-Feb-1986	4-Feb-2006	Registered
United States of America	MYVACET		71/665407	29-Apr-1954	606268	24-May-1955	24-May-2005	Registered
United States of America	N-Z-AMINE	1	481557	30-Mar-1945	416877	2-Oct-1945	2-Oct-2005	Registered
United States of America	N-Z-CASE	1	437749	10-Oct-1972	982185	16-Apr-1974	16-Apr-2004	Registered
United States of America	N-Z-SOY	1	104677	28-Oct-1976	1088974	11-Apr-1978	11-Apr-2008	Registered
United States of America	OENO		73/259558	29-Mar-1985	1364103	8-Oct-1985	8-Oct-2005	Registered
United States of America	PEPTICASE	1	437918	10-Oct-1972	969473	2-Oct-1973	2-Oct-2013	Registered
United States of America	PER/LAC		131895	27-Jun-1977	1091506	16-May-1978	16-May-2008	Registered

TRADEMARK

REEL: 002902 FRAME: 0571

Country	Trademark	Class	Application No	Application Date	Reg No	Reg Date	Next Renewal Due	Status
United States of America	PRIMAGEN	1	73/474786	10-Apr-1984	1352279	6-Aug-1985	6-Aug-2005	Registered
United States of America	PRIMATONE	1	104678	28-Oct-1976	1095580	11-Jul-1978	11-Jul-2008	Registered
United States of America	SAGA		248979	27-Jun-1966	836386	3-Oct-1967	3-Oct-2007	Registered
United States of America	SARDO	30	427949	27-May-1983	1306262	20-Nov-1984	20-Nov-2004	Registered
United States of America	SHAKE STABILIZER 48		565146	25-Oct-1985	1397841	17-Jun-1986	17-Jun-2006	Registered
United States of America	SHEFTONE	1	73/596423	2-May-1986	1420704	16-Dec-1986	16-Dec-2006	Registered
United States of America	UPGRADE		405615	10-Dec-1982	1308189	4-Dec-1984	4-Dec-2004	Registered
United States of America	UPHOLD	30	74/455453	8-Nov-1993	1853758	13-Sep-1994	13-Sep-2004	Registered
United States of America	VERSA-WHIP	29	657597	27-Apr-1987	1479807	8-Mar-1988	8-Mar-2008	Registered
United States of America	YEASTEX	1	72/111555	9-Jan-1961	762547	7-Jan-1964	7-Jan-2004	Registered

TRADEMARK

REEL: 002902 FRAME: 0572

EXECUTION

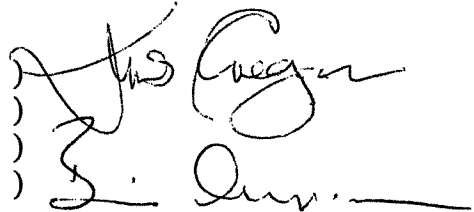
The parties have shown their acceptance to the terms of this Deed of Assignment by executing it as a deed.

This Deed of Assignment is delivered on the date stated at the beginning of this Deed of Assignment.

EXECUTED as a **DEED** by *David Carter*)
duly authorised attorney for and on behalf of)
INDOPCO, INC., acting on its own behalf)
and on behalf of its business unit, Quest)
International Flavors & Food Ingredients)
Company)



SIGNED, SEALED and DELIVERED
for and on behalf of
KERRY GROUP SERVICES LTD
in the presence of:



I hereby certify the foregoing to be a true
copy of the Original Document

dated this *19TH* day of *JULY* 200*4*

F.R. KELLY & CO.
27 Clyde Road Ballsbridge Dublin 4.

