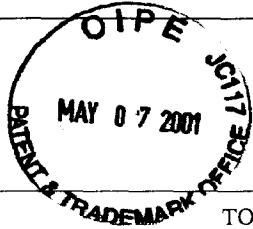


05-18-2001



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PATENTS ONLY

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Attorney Docket Number : 88265-4003

5701

TO THE HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS
Box Assignment
Washington, DC 20231

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

BEST Eric Thomas (executed 04/16/01)
RENATI Ronald Paul (executed 04/16/01)
PETER Harald (executed 04/16/01)

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

NESTEC S.A.
Avenue Nestlé 55
CH-1800 Vevey
SWITZERLAND

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

3. Nature of conveyance:

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

Execution Date:

4. Application number(s) or patent number(s): **09/803,375, filed March 9, 2001**

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s) _____

B. Patent No.(s) _____

Additional numbers attached? Yes No

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

WINSTON & STRAWN
200 Park Avenue
New York, NY 10166-4193

6. Number of applications and patents involved: 1

7. Total fee (37 CFR 3.41):.....\$ 40.00
Please charge to the deposit account listed in Section 8.

8. Deposit account number: 501-814

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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.

Allan A. Fanucci Reg. No. 30,256

Signature

Date

Allan A. Fanucci 5/7/01

Total number of pages including cover sheet:

4

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

ASSIGNMENT

WHEREAS, WE, BEST Eric Thomas, RENATI Ronald Paul, and PETER Harald, citizens of the United States, and residing at 6267 Wexford Woods Drive, Dublin, Ohio 43016, 7427 Wyndle Court, Dublin, Ohio 43016, and 809 Collins Avenue, Marysville, Ohio 43040, respectively, are the inventors of the invention entitled: COMPOSITE FOOD COMPOSITION COMPRISING A GEL AND PROCESS FOR ITS PREPARATION, for which we have executed an application for a Patent of the United States

- which is identified by docket No. 88265-4003
- which was filed on March 9, 2001, as Application No. 09/803,375

and WHEREAS, NESTEC S.A., having a place of business at Avenue Nestle 55, CH-1800 Vevey, Switzerland, FIRST ASSIGNEE is desirous of obtaining our entire right, title and interest in, to and under the said invention and the said application in the United States;

and WHEREAS, SOCIETE DES PRODUITS NESTLE SA, SECOND ASSIGNEE, is desirous of obtaining our entire right title and interest to file corresponding international patent applications in all other countries.

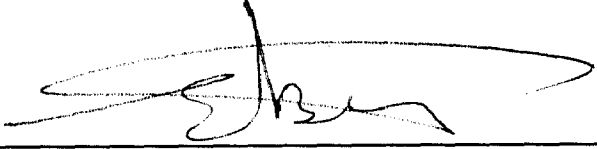
NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) to us in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, we, the said ASSIGNORS, have sold, assigned, transferred and set over, and by these presents do hereby sell, assign, transfer and set over, (1) unto the said FIRST ASSIGNEE, its successors, legal representatives and assigns, our right, title and interest in, to and under the said invention, and the said United States application and all divisions, renewals and continuations thereof, and all Patents of the United States which may be granted thereon and all reissues and extensions thereof; and all Patents of the United States which may be granted thereon and all reissues and extensions thereof; and (2) unto the said SECOND ASSIGNEE, its successors, legal representatives and assigns our right, title and interest in to and under all applications for industrial property protection, including, without limitation, all applications for patents, utility models, and designs which may hereafter be filed for said invention in any country or countries other than the United States, together with the right to file such applications and the right to claim for the same the priority rights derived from said United States application under the Patent Laws of the United States, the International Convention for the Protection of Industrial Property, or any other international agreement or the domestic laws of the country in which any such application is filed, as may be applicable; and all forms of industrial property protection, including, without limitation, patents, utility models, inventors' certificates and designs which may be granted for said invention in any country or countries foreign to the United States and all extensions, renewals and reissues thereof;

AND WE HEREBY authorize and request the Commissioner of Patents and Trademarks of the United States, whose duty it is to issue patents or other evidence or forms of industrial property protection on applications as aforesaid, to issue the same to the said FIRST OR SECOND ASSIGNEE, as appropriate, or its successors, legal representatives and assigns, in accordance with the terms of this instrument;

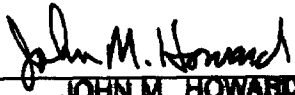
AND WE HEREBY covenant and agree that we have full right to convey the entire interest herein assigned, and that we have not executed, and will not execute, any agreement in conflict herewith;

AND WE HEREBY further covenant and agree that we will communicate to the said ASSIGNEE, its successors, legal representatives and assigns, any facts known to us respecting said invention, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing, reissue and foreign applications, make all rightful oaths, and generally do everything possible to aid the said FIRST and SECOND ASSIGNEES or, its successors, legal representatives and assigns, to obtain and enforce proper protection for said invention in all countries.

IN TESTIMONY WHEREOF, We hereunto set our hands and seals the day and year set opposite our respective signatures.

Date April 16, 2001 _____

BEST Eric Thomas,

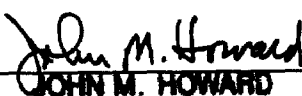
On April 16, 2001, before me, John M. Howard, appeared BEST Eric Thomas, to me known and known to me to be the person of that name, who signed the foregoing instrument, and acknowledged the same to be his/her free act and deed.

Date April 16, 2001 _____
Notary Public 
JOHN M. HOWARD
UNION COUNTY, STATE OF OHIO
MY COMMISSION EXPIRES 7-27-2005

Date April 16, 2001 _____

RENATI Ronald Paul

On April 16, 2001, before me, John M. Howard, appeared RENATI Ronald Paul, to me known and known to me to be the person of that name, who signed the foregoing instrument, and acknowledged the same to be his/her free act and deed.

Date April 16, 2001 _____
Notary Public 
JOHN M. HOWARD
UNION COUNTY, STATE OF OHIO
MY COMMISSION EXPIRES 7-27-2005

Date April 16, 2001

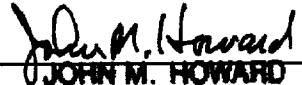


Peter HARALD

On April 16, 2001, before me, John M. Howard,
appeared Peter HARALD, to me known and known to me to be the person of that name,
who signed the foregoing instrument, and acknowledged the same to be his/her free act
and deed.

Date April 16, 2001

Notary Public



JOHN M. HOWARD
UNION COUNTY, STATE OF OHIO
MY COMMISSION EXPIRES 7-27-2005