



06-04-2002



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U.S. DEPARTMENT OF COMMERCE U.S. 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):

- 1) MILLER, Van
2) MILLER, Vladimir
3) CHOY, Edward

5-28-02

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

3. Nature of conveyance:

- [x] Assignment [] Merger
[] Security Agreement [] Change of Name
[] Other

7 May 2002

Execution Date:

2. Name and address of receiving party(ies)

Name: Omnisweet Inc.

Internal Address:

Street Address: 5305 Harvester Drive

City: Burlington State: On Zip: L7L 5K9

Additional name(s) & address(es) attached? [] Yes [x] No

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

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

A. Patent Application No.(s) 09/710266, 09/852342, 10/061339

B. Patent No.(s) 6368655

Additional numbers attached? [] Yes [x] No

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

Name: Marks & Clerk (Toronto)

Internal Address: 6164-43, 6164-44 & 6164-48 (6164-42 out of -48)

Street Address: 350 Burnhamthorpe Road West, Suite # 402

City: Mississauga State: On Zip: L7B 3J1

6. Total number of applications and patents involved: 4

7. Total fee (37 CFR 3.41) \$ 160.00

[] Enclosed

[x] Authorized to be charged to deposit account

8. Deposit account number:

08-2040

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9. Signature.

Donald E. HEWSON

Name of Person Signing

[Signature]

Signature

21 May 2002

Date

Total number of pages including cover sheet, attachments, and documents: []

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Assignments Washington, D.C. 20231

06/03/2002 TDIAZ1 00000017 082040 09710266

01 FC:581 160.00 CH

PATENT REEL: 012937 FRAME: 0117

Attorney Ref. No.: 6164-43, -44, -45, -46 & -48

ASSIGNMENT

I/WE, (1) MILLER, Van (2) MILLER, Vladimir; and (3) CHOY, Edward
whose full postal address(es) is/are:

- (1) P.O. Box # 100, Norval, Ontario, CANADA L0P 1A0;
- (2) 24 Framingham Drive, Thornhill, Ontario, CANADA L3T 4H3; and
- (3) 26 Framingham Drive, Thornhill, Ontario, CANADA L3T 4H3

in consideration of US\$10.00, receipt of which is hereby acknowledged, do hereby
sell and assign unto:

Omnisweet Inc.
5305 Harvester Drive
Burlington, Ontario
CANADA L7L 5K9

all of my/our interest in the United States, Canada, and all other jurisdictions in which a patent might be
issued, in and to my/our invention relating to the patent(s) and application(s) noted on the attached
Schedule "A", attached hereto; and to all my/our corresponding right, title and interest in and to any
corresponding patent(s) which may issue therefor in the United States, Canada, or any other jurisdiction
in which patent(s) might be issued; and

I/We do hereby sell and assign to the said Assignee all our right, title, and interest, including the right to
sue for damages and other remedies in respect of any infringement of the patent(s) which may have
occurred prior to the date hereof, in and to any corresponding patent(s) which may issue therefor in the
United States, Canada, or any other jurisdiction in which patent(s) might be issued, the same to be held
to the full end of the term for which the said Letters Patent(s) are granted, as fully and entirely as the
same could have been held and enjoyed by me/us if this Assignment and sale had not been made.

(1)

J. Hannaford
Signature of Witness

Van Miller
Signature of Van MILLER

Jeanette Hannaford
Typed/printed name of Witness

SIGNED AT: MISSISSAUGA ONTARIO CANADA
city province/state country

this 7 day of May, 2002.
day month year

(2)

J. Hannaford
Signature of Witness

[Signature]
Signature of Vladimir MILLER

Jeanette Hannaford
Typed/printed name of Witness

SIGNED AT: MISSISSAUGA ONTARIO CANADA
city province/state country

this 7 day of MAY, 2002.
day month year

(3)

J. Hannaford
Signature of Witness

[Signature]
Signature of Edward CHOY

Jeanette Hannaford
Typed/printed name of Witness

SIGNED AT: Mississauga ONTARIO CANADA
city province/state country

this 7 day of MAY, 2002.
day month year

DECLARATION OF WITNESS

(1)

I, Jeanette Hannaford
Typed/printed name of Witness

of Mississauga Ontario Canada
city province/state country

hereby declare that I was personally present and did see VAN MILLER who is personally known to me to be (one of) the Assignor(s) named above, duly sign and execute the same.

SIGNED AT: MISSISSAUGA ONT CANADA
city province/state country

this 7 day of MAY, 2002.
day month year

Jeanette Hannaford
Typed/printed name of Witness

[Signature]
Signature of Witness

(2)

I, JEANNETTE HANNAFORD
Typed/printed name of Witness

of MISSISSAUGA ONTARIO CANADA
city province/state country

hereby declare that I was personally present and did see VLADIMIR MILLER who is personally known to me to be (one of) the Assignor(s) named above, duly sign and execute the same.

SIGNED AT: MISSISSAUGA ONTARIO CANADA
city province/state country

this 7 day of MAY, 2002.
day month year

JEANNETTE HANNAFORD J Hannaford
Typed/printed name of Witness Signature of Witness

(3)

I, Jeanette Hannaford
Typed/printed name of Witness

of Mississauga Ontario Canada
city province/state country

hereby declare that I was personally present and did see EDWARD CHOY who is personally known to me to be (one of) the Assignor(s) named above, duly sign and execute the same.

SIGNED AT: MISSISSAUGA ONTARIO CANADA
city province/state country

this 7 day of MAY, 2002.
day month year

Jeanette Hannaford J Hannaford
Typed/printed name of Witness Signature of Witness

ACKNOWLEDGEMENT

The above named Assignee hereby acknowledges this assignment.

OMNISWEET INC.

J. Hannaford
Signature of Witness

Jeanette Hannaford
Typed/printed name of Witness

Van Miller
Signature of Authorized Signing Officer

VAN MILLER
Typed/printed name of Authorized Signing Officer

C.E.O.
Title of Authorized Signing Officer

SCHEDULE "A"

1. United States Patent Application Serial No. 09/710266 filed 13 November 2000 entitled **RESILIENT PURE CHOCOLATE COATING COMPOSITION FOR NOVELTY ICE CREAM ITEMS;**
2. United States Patent Application No. 09/852342 filed 11 May 2001 entitled **EDIBLE FAT-BASED DISCRETE FLAVORING ADDITIVE WITH ANHYDROUS DEXTROSE AND OPTIONAL FRUCTOSE COMPONENT;**
3. Canadian Patent Application Serial No. 2354926 filed 10 August 2001 (claiming priority from:US Serial No. 09/661144 filed 13 September 2000) entitled **CHOCOLATE-BASED FAT SYSTEM HAVING IMPROVED ORGANOLEPTIC PROPERTIES;**
4. Canadian Patent Application Serial No. 2355502 filed 21 August 2001 (claiming priority from: US Serial No. 09/710266 filed 13 November 2000) entitled **RESILIENT PURE CHOCOLATE COATING COMPOSITION FOR NOVELTY ICE CREAM ITEMS;** and
5. United States Patent Application No. 10/061339 filed 4 February 2002 (Divison of US Serial No. 09/661144 filed 13 September 2000)entitled **CHOCOLATE-BASED FAT SYSTEM HAVING IMPROVED ORGANOLEPTIC PROPERTIES**
6. United States Patent NO. US 6368655 B1 issued 9 April 2002 (Formerly Serial No. 09/661144 filed 13 September 2000) entitled **CHOCOLATE-BASED FAT SYSTEM HAVING IMPROVED ORGANOLEPTIC PROPERTIES**