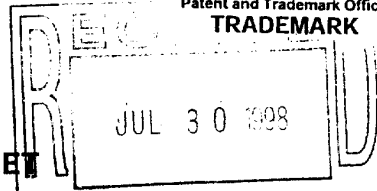


08-05-1998



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



MRD 7-30-98

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment
 - License
 - Security Agreement
 - Nunc Pro Tunc Assignment
 - Merger
 - Change of Name
 - Other _____
- Effective Date
Month Day Year
06 04 96

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name Sunshine Biscuits, Inc.

07 24 98

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other _____
- Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name California Pretzel Company, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 2235 Polvorosa Avenue

Address (line 2) Suite 200

Address (line 3) San Leandro

CA

94577-2200

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other _____

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

- Citizenship/State of Incorporation/Organization California

08/04/1998 DNGUYEN 00000177 080630 1703551

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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK

REEL: 1762 FRAME: 0976

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1703551"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

LORA J. THIELBAR, ESQ.

Name of Person Signing

Signature

July 28, 1998

Date Signed

EXHIBIT A

<u>Patent</u>	<u>Registration No.</u>	<u>Expiration Date</u>
Sawyer 3 - Water Purification Methods Spain	453637	6/22/98
Sawyer 8 - Method of Thickening Solutions Using Normally Non-Gelling Clays	4,422,855	5/15/01
Canada	1174808	9/25/01
Japan	1473242	5/14/02
Mexico	157404	11/21/02
Spain	512190	5/15/02
Sawyer 8x - Method of Thickening Solutions Using Normally Non-Gelling Clays		
Japan	1799846	5/14/02
Spain	519682	12/26/03
Rice 1 - Clumping Animal Litter Compositions	5,279,259	1/18/2011
Canada (Application)	2075217	Request for reexamination due 8/3/99

NUNC PRO TUNC ASSIGNMENT

WHEREAS, SUNSHINE BISCUITS, INC. (hereinafter called "Assignor"), a Delaware corporation located and doing business at 677 North Larch Avenue, Elmhurst, Illinois 60126, has adopted, used and is the owner of the mark CALIFORNIA PRETZELS (hereinafter called "Mark") and the U.S. registration thereof; and

WHEREAS, CALIFORNIA PRETZEL COMPANY, INC. (hereinafter called "Assignee"), a California corporation located and doing business at 2235 Polvorosa Avenue, Suite 200, San Leandro, California 94577-2200, is desirous of acquiring said Mark and the registration thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Assignor does hereby assign unto the said Assignee all right, title and interest in and to said Mark (including the registration listed below) together with the goodwill of the business symbolized by the mark, **effective June 4, 1996, nunc pro tunc.**

U.S. Registration No. 1,703,551

ASSIGNOR:

SUNSHINE BISCUITS, INC.

By: James E. O'Neil
Title: Vice President

PATENT ASSIGNMENT

WHEREAS, FLORIDIN COMPANY, a Delaware Corporation, (hereinafter referred to as "Assignor") has filed for, or obtained United States Patent protection for those inventions listed in Exhibit A annexed hereto (hereinafter referred to as the "Patents");

WHEREAS, Assignor, by virtue of the Engelhard Purchase Agreement dated June 5, 1995, as amended by that Amendment No. 1 to Engelhard Purchase Agreement dated June 5, 1997 between Assignor, U.S. Borax, a Delaware Corporation and Engelhard Corporation, a Delaware Corporation (hereinafter referred to as the "Agreement") has agreed to assign the Patents to ENGELHARD CORPORATION (hereinafter referred to as "Assignee"); and

WHEREAS, Assignor and Assignee are desirous of memorializing the transfer of the Patents and any registrations or applications attendant thereto to Assignee.

NOW, THEREFORE, Assignor, for good and valuable consideration set forth in the Agreement, receipt of which is hereby acknowledged, does hereby assign to Assignee, all right, title and interest in and to the Patents and the above-mentioned registrations and applications thereof. Assignor hereby authorizes and requests the Commissioner of Patents and Trademarks of the United States, to issue any and all Letters Patent that may be granted for said Patents to Assignee, its successors and assigns.

Assignor and Assignee agree that this Patent Assignment is intended solely to memorialize the transfer of Assignor's rights in and to the Patents to Assignee resulting from the transaction stated in the Agreement. All representations and warranties related to the Patents are contained in the Agreement and no additional representations or warranties are made or intended to be made herein.

Executed at Washington DC this 5th day of June, 1997

FLORIDIN COMPANY ("Assignor")

By: Guadalupe M. Lopez

Title: Vice President

ENGELHARD CORPORATION ("Assignee")

By: David H. Wolfe

Title: Vice President

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