

01-25-1999



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RECORDATION FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

JAN 20 1999

TRADEMARKS ONLY

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

1. Name of conveying party(ies):
 The Pillsbury Company 1.20.99
 Individual(s) Association
 General Limited Partnership
 Corporation - State Delaware
 Other _____
 Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of Conveyance:
 Assignment 22 Merger
 Security Agreement Change of Name
 Other _____
 Execution Date: December 31, 1998

4. Application number(s) or registration number(s):
 A. Trademark Application No. (s)
 Additional numbers attached? Yes No

2. Name and address of receiving party(ies):
 Name: Basic American, Inc.
 Internal Address: 28th Floor
 Street Address: 600 Montgomery Street
 City: San Francisco
 State: CA Zip: 94111

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation - State Delaware
 Other _____
 If assignee is not domiciled in the U.S., a domestic representative designation is attached: Yes No
 (Designation must be a separate document from Assignment)
 Additional name(s) & address(es) attached? Yes No

B. Trademark Registration No. (s)
1,240,518
1,335,727

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: David J. Brezner, Esq.
 Internal Address: _____
Flehr Hohbach Test Albritton & Herbert
Suite 3400
 Street Address: 4 Embarcadero Center
 City: San Francisco
 State: CA Zip: 94111

6. Total number of applications and registrations involved: 2
 7. Total fee (37 CFR 3.41):\$ 65.00
 Enclosed
 Authorized to be charged to deposit account
 8. Deposit account number: _____
 Please debit any underpayment or credit any overpayment to the above deposit account.
 Our Order No. _____
 (Attach duplicate 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.

01/21/1999 DNGUYEN 00000283 1240518
 01 FC:481 40.00 OP
 02 FC:482 25.00 OP

David J. Brezner Signature 1/13/99 Date

Total number of pages including cover sheet, attachments and document: 1 2

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patents and Trademarks
 Box Assignments
 Washington, DC 20231

File No. TG-42711/DJB

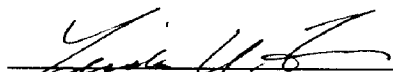
TRADEMARK
 REEL: 1842 FRAME: 0718 8/93

ASSIGNMENT OF TRADEMARKS

For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by the parties, The Pillsbury Company, a Delaware corporation, hereby assigns, transfers and conveys to Basic American, Inc., a Delaware corporation, all of its right, title and interest in and to the following marks and United States federal registrations therefor, together with all of the goodwill of the business symbolized by the marks or appurtenant thereto:

| <u>MARK</u> | <u>REGISTRATION NO.</u> | <u>DATE OF REGISTRATION</u> |
|---------------|-------------------------|-----------------------------|
| POTATO BURSTS | 1,240,518 | May 31, 1983 |
| AUTOMASH | 1,335,727 | May 14, 1985 |

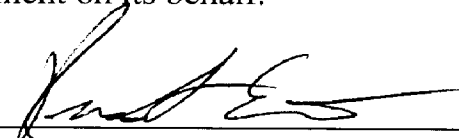
THE PILLSBURY COMPANY

By: 
Print Name: Linda V. Fenss
Title: Vice President and General Counsel

STATE OF MINNESOTA)
) ss.
COUNTY OF HENNEPIN)

On this 31st day of December, 1998, Linda V. Fenss personally appeared before me and stated under oath that she is the Vice President + General Counsel of The Pillsbury Company and is authorized to execute and did execute this assignment on its behalf.




Notary Public

M2:20216181.01