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05-08-2000

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027



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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

**RECORDATION FORM COVER SHEET
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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 #
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Conveyance Type

- Assignment** **License**
- Security Agreement** **Nunc Pro Tunc Assignment**
- Merger** Effective Date
Month Day Year
- Change of Name**
- Other**

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

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

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Name

DBA/AKA/TA

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- Individual General Partnership Limited Partnership Corporation Association
 - Other**
 - Citizenship/State of Incorporation/Organization**
- 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.)

05/08/2000 DNGUYEN 00000277 2062931

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01 FC:481 40.00 OP
02 FC:482 175.00 OP

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**Mail documents to be recorded with required cover sheet(s) information to:
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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)

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

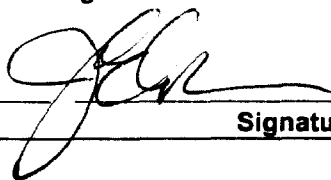
No

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.

Jo E. Osborn

Name of Person Signing



Signature

April 7, 2000

Date Signed

APPENDIX A

U.S. Trademark Registrations:

<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
DIP-TOP	2,062,931	5/20/1997
DUBLE HEDER	573,143	4/14/1953
EAT-IT-ALL	560,074	6/17/1952
HONEY-ROLL	682,989	8/4/1959
TAKE-OUT	688,061	11/10/1959
THE AMERICAN DREAM CONE	1,483,714	4/5/1988

U.S. Trademark Applications:

<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
BOY AND CONE Design	75/682,520	4/14/1999
GIRL AND CONE Design	75/682,516	4/14/1999

ASSIGNMENT OF UNITED STATES TRADEMARKS

WHEREAS, KEEEBLER COMPANY, a Delaware corporation having its principal place of business at 677 Larch Avenue, Elmhurst, Illinois 60126 (hereinafter "Assignor") solely owns the trademarks identified and set forth in Appendix A attached hereto and incorporated herein, and owns the corresponding federal applications to register and/or registrations on the Register of the United States Patent and Trademark Office, if any, for the goods and/or services identified therein (hereinafter referred to collectively as "Trademarks"); and

WHEREAS, ELFIN EQUITY COMPANY, L.L.C., a Delaware limited liability company, having its principal place of business at 677 Larch Avenue, Elmhurst, IL 60126 (hereinafter "Assignee"), desires to acquire the entire right, title and interest in said Trademarks;

NOW, THEREFORE, for and in consideration of good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign and transfer unto Assignee, and its successors in interest, all of its rights, title and interests in and to said Trademarks, including the goodwill appurtenant thereto,

AND, for the same consideration, Assignor does assign and transfer to Assignee, and its successors in interest, all claims, demands and causes of action, both at law and in equity, that Assignor may have, or may hereafter acquire, on account of any infringement of the said Trademarks prior to the date hereof, and does hereby empower Assignee, and its successors in interest, to sue for and collect the same, to its and their own and absolute use.

IN WITNESS WHEREOF, the undersigned, being duly authorized and acting on behalf of Assignor, has executed this instrument on this 7th day of April, 2000.

KEEBLER COMPANY
(Assignor)

By: [Signature]
Title: Asst. Secretary

STATE OF ILLINOIS)
) ss
COUNTY OF DUPAGE)

Subscribed and sworn to before me this 7th day of April, 2000.

[Signature]
Notary Public
My commission expires: 7/1/00

