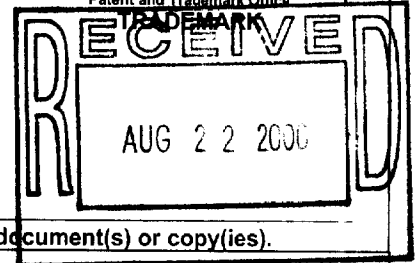


09-18-2000



101459601



RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

Conveying Party

Mark if additional names of conveying parties attached

Name ConAgra, Inc. Execution Date 08072000
Month Day Year

Formerly _____

- 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 Trinidad/Benham Corp.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 3650 South Yosemite

Address (line 2) Suite 300

Address (line 3) Denver CO 80237
City State/Country Zip Code

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

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.)

FOR OFFICE USE ONLY

09-18-2000 101459601 00000280 76041555

01 01:481 40.00 DP

02 01:482 325.00 DP

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: 002137 FRAME: 0954

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 3)

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" value="76041555"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1412017"/>	<input type="text" value="1922315"/>	<input type="text" value="1012060"/>
<input type="text" value="76041556"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1441773"/>	<input type="text" value="2067851"/>	<input type="text" value="1001196"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1945219"/>	<input type="text" value="0988240"/>	<input type="text" value="0873322"/>

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.

William R. Neff
Name of Person Signing

William R. Neff
Signature

August 22, 2000
Date Signed

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party

Mark if additional names of conveying parties attached

Enter Additional Conveying Party

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Enter Additional Receiving Party

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

Individual General Partnership Limited Partnership 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 the Assignment.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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)

<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"/>	<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"/>

Registration Number(s)

1218860	<input type="text"/>	<input type="text"/>
1807040	<input type="text"/>	<input type="text"/>
1952524	<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"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

ASSIGNMENT

WHEREAS, **CONAGRA, INC.**, a Delaware corporation ("Assignor"), is the owner of the trademarks now pending or registered in the United States Patent and Trademark Office listed on the attached Exhibit "A".

WHEREAS, **TRINIDAD/BENHAM CORP.**, a Colorado corporation ("Assignee"), having its principal offices at 3650 So. Yosemite, Suite 300, Denver, CO 80237, is desirous of acquiring all right, title and interest in and to said trademarks.

NOW THEREFORE, be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in the United States in and to said trademarks, together with the goodwill of the business symbolized by said trademarks and any registrations or future registrations thereof.

Signed effective this 7th day of August, 2000.

CONAGRA, INC.,
a Delaware Corporation / Assignor

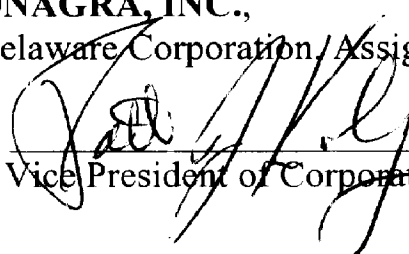
By: 
Its: Vice President of Corporate Planning

Exhibit "A"

Mark	Serial No.	Reg. No.
"THE BEST THING NEXT TO FOOD"	73/589,120	1,412,017
AMERICANA	73/628,949	1,441,773
CHEF'S CHOICE	74/558,043	1,945,219
CHEF'S CHOICE	74/558,046	1,922,315
CHEF'S PRIDE	74/727,265	2,067,851
EMERALD	72/454,067	0,988,240
MASTER WRAP	73/001,355	1,012,060
SILV-O-LINE	72/461,039	1,001,196
UNIVERSAL	72/303,974	0,873,322
WONDERFOIL	73/276,333	1,218,860
BUDGET BUY	74/356,605	1,807,040
CHEF'S CHOICE	74/558,041	1,952,524
LA FLEUR	76/041,555	
PANTRY	76/041,556	