



PLY

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To the Honorable Commissioner record the attached original documents or copy thereof.

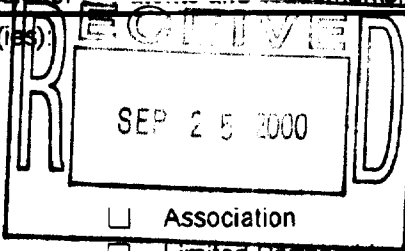
1. Name of conveying party(ies):

Conagra, Inc.

9-25-00

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other

Additional names(s) of conveying party(ies) attached? Yes No



2. Name and address of receiving party(ies):

Name: Sergeant's Pet Care Products, Inc.

Internal Address:

Street Address: 1601 Elm Street, Third Floor

City: Dallas State: TX ZIP: 75201

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Nevada
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from Assignment) Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other

Execution Date: September 1, 2000

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,614,506	1,207,788
1,160,195	1,219,647
1,174,452	1,197,086

Additional numbers attached? Yes No

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

Name: G. Harvey Dunn III

Internal Address: Vinson & Elkins L.L.P.

Street Address: 2300 First City Tower, 1001 Fannin St.

City: Houston State: TX ZIP: 77002

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41):.....\$ \$165.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

22-0365

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.

Barry Bumgardner

Name of Person Signing

Signature

September 25, 2000

Date

Total number of pages including cover sheet, attachments, and document: 3

ASSIGNMENT

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

WHEREAS, *SERGEANT'S PET CARE PRODUCTS, INC.*, a Nevada corporation, ("Assignee") having its principal offices at Omaha, Nebraska, 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 this ²⁸th day of ^{SEPT} August, 2000.

CONAGRA, INC.

Assignor

By: [Signature]
Name: John D. Miller
Title: AUTHORIZED REPRESENTATIVE

EXHIBIT "A"

<u>Mark</u>	<u>Reg. No.</u>
SHOO!	1,614,506
I'M FOR THE BIRDS	1,160,195
TAKE A BIRD TO LUNCH KIT	1,174,452
ATLANTIS	1,207,788
DOUBLE DUTY	1,219,647
PROFESSIONAL FORMULA	1,197,086