

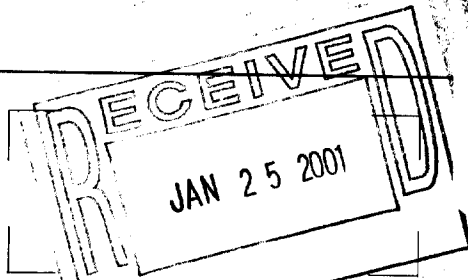
MRD 1125101

02-01-2001



101602271

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



**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
01 03 2001

Conveying Party

Mark if additional names of conveying parties attached

Name The Procter & Gamble Company

Execution Date
Month Day Year
01 03 2001

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____

Citizenship/State of Incorporation/Organization Ohio

Receiving Party

Mark if additional names of receiving parties attached

Name ACH Food Companies, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 7171 Goodlet Farms Parkway

Address (line 2) _____

Address (line 3) Memphis

City

TN

State/Country

38018-4909

Zip Code

- 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 Delaware

01/31/2001 DBYRNE 00000292 75598002

FOR OFFICE USE ONLY

01 FC:481 40.00 DP
02 FC:482 300.00 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: 002227 FRAME: 0194**

Domestic Representative Name and Address

Enter for the first Receiving Party only

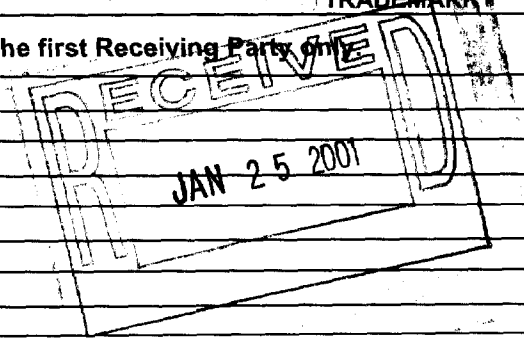
Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)



Correspondent Name and Address

Area Code and Telephone Number (713) 758-2732

Name

Peter E. Mims

Address (line 1)

Vinson & Elkins L.L.P.

Address (line 2)

1001 Fannin Street

Address (line 3)

2300 First City Tower

Address (line 4)

Houston, Texas 77002-6760

Pages

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

2

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)

75598002

734621

1806284

654231

1746509

307630

902721

730890

218925

972977

Number of Properties

Enter the total number of properties involved.

13

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 340.00

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:

22-0365

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.

Peter E. Mims

Name of Person Signing

Peter E. Mims 1/22/01

Signature

Date Signed

RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship State of Incorporation/Organization _____

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

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

Corporation Association

Other _____

Citizenship/State of Incorporation/Organization _____

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Trademark Application Number(s)

_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Registration Number(s)

565381	308251	590876
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

UNITED STATES

TRADEMARK ASSIGNMENT

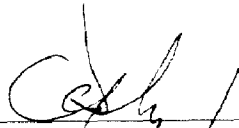
WHEREAS, **The Procter & Gamble Company**, located and doing business at One Procter & Gamble Plaza, Cincinnati, Ohio 45202, (the "Assignor") is the owner of the trademark applications and registrations (the "Trademarks") listed on the attached Schedule and;

WHEREAS, **ACH Food Companies, Inc.**, a corporation of the State of Delaware, located and doing business at 7171 Goodlett Farms Parkway, Memphis, TN 38018-4909 (the "Assignee"), is desirous of acquiring said Trademarks together with the goodwill of the business symbolized by the Trademarks;

NOW, THEREFORE, in exchange for good and valuable consideration paid to Assignor by Assignee, the receipt of which is hereby acknowledged, Assignor hereby assigns to ACH Food Companies, Inc., its successors and assigns, absolutely and forever, the entire right, title, and interest, whether statutory or at common law, in and to the Trademarks, together with the goodwill of the business symbolized by the them, and all registrations and pending applications therefore, together with all causes of action for any and all previously occurring infringement of the rights being assigned and the right to receive and retain the proceeds or other remedies relating to those infringements.

Signed in Cincinnati, Ohio this 3rd day of January 2001.

The Procter & Gamble Company



Clayton C. Daley, Jr.
Chief Financial Officer

SCHEDULE

Trademark

Application No.

QUICK SHOT

75/598002

Trademarks

Registration Nos.

ACCLAIM	734,621
FIX-X	1,806,284
FRYMAX	654,231
FRYMAX CANOLA SUPREME	1,746,509
HIGH RATIO	307,630
NUTEX	902,721
PREP	730,890
PRIMEX	218,925
PRIMEX III	972,977
STERLING	565,381
SWEETEX	308,251
WHIRL	590,876