

Form PTO-1594 (Rev. 6-93) **RECORDATION FORM COVER SHEET** U.S. DEPARTMENT OF COMMERCE
TRADEMARKS ONLY Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original document or copy thereof

1. Name of conveying party(ies):
 The Pillsbury Company
 200 South 6th Street
 Minneapolis, Minnesota 55402

Individual(s) Association
 General Partnership Limited Partnership
 Corporation: State of Delaware
 Other _____

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

2. Name and address of receiving party(ies):
 International Multifoods Corporation
 110 Cheshire Lane
 Suite 300
 Minnetonka, Minnesota 55305

Individual(s) Association
 General Partnership Limited Partnership
 Corporation: State of Delaware
 Other _____

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: November 13, 2001

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)

4. Application number(s) or trademark number(s), and identification or description of the mark(s):

A. Trademark Application No(s). and description
 78/070,899 – EASY MASH
 78/070,895 – EZ MASH

B. Trademark Registration No(s). and description

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

Colleen M. Sarenpa
 FAEGRE & BENSON LLP
 2200 Wells Fargo Center
 90 South Seventh Street
 Minneapolis, MN 55402-3901
 612/766-6822

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41) \$65.00

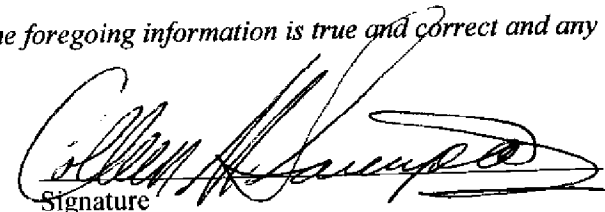
Authorized to be charged to deposit account

8. Deposit Account number: 06-0029

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.

Colleen M. Sarenpa
 Senior Trademark Specialist
 Name of person signing


 Signature

February 21, 2002
 Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:
 Director – U.S. Patent and Trademark Office, Box Assignments
 Washington, D.C. 20231

PILLSBURY OMNIBUS TRADEMARK ASSIGNMENT

This Pillsbury Omnibus Trademark Assignment (this "Assignment") is made effective as of the 13th day of November, 2001 by The Pillsbury Company, a corporation duly organized and existing under the laws of Delaware, having a place of business at 200 South 6th Street, Minneapolis, Minnesota, 55402 ("Assignor").

WHEREAS, Assignor is the owner of the trademarks identified on the attached Schedule A (the "Assigned Trademarks");

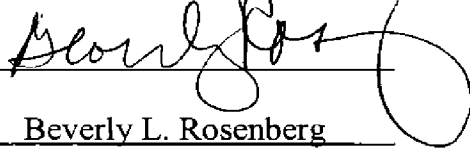
WHEREAS, Assignor, General Mills, Inc. and International Multifoods Corporation, a Delaware corporation having a principal place of business at 110 Cheshire Lane, Suite 300, Minnetonka, Minnesota 55305 (hereinafter referenced as "Assignee") have executed an Amended and Restated Asset Purchase and Sale Agreement dated October 24, 2001 (as it may be amended from time to time, the "Asset Purchase Agreement") wherein, among other things, Assignee purchased certain retail product lines from Assignor; and

WHEREAS, the Asset Purchase Agreement requires Assignor to assign the Assigned Trademarks to Assignee;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, assign and transfer to Assignee all right, title and interest in and to the Assigned Trademarks, together with the goodwill of the business symbolized thereby, the registrations identified on Schedule A, the applications, renewals and other rights associated therewith and all remedies against infringements, violations and dilutions thereof.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be duly executed as of the date first written above.

THE PILLSBURY COMPANY

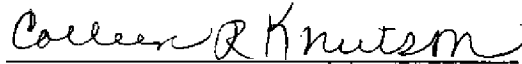
By: 

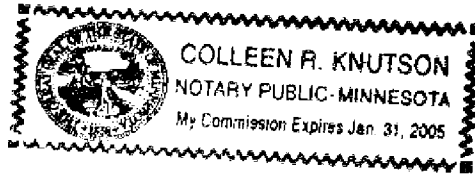
Name: Beverly L. Rosenberg

Title: Assistant Secretary

STATE OF MINNESOTA)
) ss.
 COUNTY OF HENNEPIN)

On this 18th day of February, 2002, before me, a Notary Public within and for said County, personally appeared Beverly L. Rosenberg, to me known to be the person described in and who executed the foregoing instrument and acknowledged that she executed the same as her free act and deed.


 Notary Public



SCHEDULE A

Trademark	Status	Serial Number	Filing Date	Country
EASY MASH	Pending	78/070899	25-June-2001	U.S.
EZ MASH	Pending	78/070895	25-June-2001	U.S.