

08-20-2003



102529740

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies):

Linden Oaks Corporation

7-25-03

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

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

2. Name and address of receiving party(ies)

Name: Allen Canning Company

Internal

Address:

Street Address: 305 East Main Street

City: Siloam Springs State: AR Zip: 72761-3232

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Arkansas 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: 06/24/2003

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 866,525;

1,274,455; 1,670,404

Additional number(s) attached Yes No

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

Name: J. Charles Dougherty

Internal Address:

Street Address: 200 West Capitol Avenue

Suite 2300

City: Little Rock State: AR Zip: 72201

6. Total number of applications and registrations involved:

3

7. Total fee (37 CFR 3.41): \$ 90.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

23-3263

DO NOT USE THIS SPACE

9. Signature.

J. Charles Dougherty

Name of Person Signing

[Signature]

Signature

6-30-2003

Date

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

08/20/2003 6TDN11 00000043 866525

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01 FC:0521 02 FC:0522

40.00 OP 50.00 OP

TRADEMARK REEL: 002804 FRAME: 0171

TRADEMARK ASSIGNMENT

WHEREAS, Linden Oaks Corporation, a Delaware corporation ("ASSIGNOR"), is the owner of the right, title and interest in and to the trademarks listed on attached Schedule A (hereinafter the "Trademarks") together with any registrations, applications and the goodwill of the business associated therewith; and


WHEREAS, Allen Canning Company, an Arkansas corporation ("ASSIGNEE"), desires to acquire ASSIGNOR's entire right, title and interest in and to the Trademarks worldwide, together with the goodwill of the business associated therewith;

NOW THEREFORE, TO ALL WHOM IT MAY CONCERN: Be it known that in consideration of the payment of ASSIGNEE to ASSIGNOR of Thirteen Million Two Hundred Fifty Thousand and 00/100 Dollars (\$13,250,000) and other good and valuable consideration, receipt of which is hereby acknowledged, ASSIGNOR hereby sells, assigns and transfers to ASSIGNEE the right, title and interest to the Trademarks, together with the goodwill of the business associated therewith.

ASSIGNOR hereby covenants that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with this assignment and sale, other than the license agreement dated November 8, 1999 between ASSIGNOR, Birds Eye Foods, Inc. (formerly known as Agrilink Foods, Inc.), and Seneca Foods Corporation, as further separated into the License Agreement, relating to the Trademark, dated June 20, 2003, among Birds Eye Foods, Inc., ASSIGNOR, and Seneca Foods Corporation. ASSIGNOR agrees to execute and deliver at the request of ASSIGNEE, all papers, instruments, and assignments, and to perform any other reasonable acts the ASSIGNEE may require in order to vest all ASSIGNOR's rights, title, and interest in and to the Trademarks to the ASSIGNEE.

IN WITNESS WHEREOF, the undersigned has executed this instrument as of 11:59 p.m. E.D.T. on the 28th day of June, 2003.

LINDEN OAKS CORPORATION, ASSIGNOR

By: 
Name: Timothy Benjamin
Title: President

SCHEDULE A

| Mark | Country | App. # | Reg. # | Date |
|-------------|-------------------|---------------|---------------|-------------|
| VEG-ALL | Cuba | 825/2002 | | 10/14/2002 |
| VEG-ALL | Trinidad & Tobago | | 16059 | 04/01/1986 |
| VEG-ALL | Mexico | 234972 | | 06/19/1995 |
| VEG-ALL | United States | | 1,274,455 | 04/17/1984 |
| VEG-ALL | United States | | 866,525 | 03/11/1969 |
| VEG-ALL | United States | | 1,670,404 | 12/31/1991 |

M:\USER\Mehalick\BIRDS EYE\VEG-ALL\Trademark Assignment.DOC
6/20/2003 4:12:12 PM