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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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):

Societe des Produits Nestle S.A.

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-Switzerland, Other

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

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: 04-08-2004

2. Name and address of receiving party(ies)

Name: Smucker Fruit Processing Company

Internal Address:

Street Address: 1275 Hansen Street

City: Salinas State: CA Zip: 93801

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State California, 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) See Attachment A

Additional number(s) attached Yes No

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

Name: Kristin J. Frost

Internal Address:

Calfee, Halter & Griswold LLP

Street Address: 1400 McDonald Investment Ctr. 800 Superior Avenue

City: Cleveland State: OH Zip: 44114-2688

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:

03-0172

DO NOT USE THIS SPACE

9. Signature.

Kristin J. Frost Name of Person Signing

Kristin J. Frost Signature

May 3, 2004

Date

Total number of pages including cover sheet, attachments, and documents:

6

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

**ATTACHMENT A****REGISTRATIONS**

<u>Trademark</u>	<u>Country</u>	<u>Registration No.</u>	<u>Issue Date</u>	<u>Owner</u>
BRANSTON	U.S.	1,527,223	02-28-89	SPN
CROSSE & BLACKWELL	U.S.	301,073	02-14-33	SPN
CROSSE & BLACKWELL ( <u>Note: Mark Not Used</u> )	U.S.	876,150	09-02-69	SPN
BRANSTON	CANADA	43,154	01-05-28	SPN
C & B	CANADA	19,173	12-12-13	SPN
C & B	CANADA	471	09-11-13	SPN
CROSSE & BLACKWELL	CANADA	538	10-09-1874	SPN
CROSSE & BLACKWELL	Mexico	100144	01-09-60	SPN
CROSSE & BLACKWELL and Design	Mexico	507963	08-30-95	SPN
CROSSE & BLACKWELL and Design ( <u>Note: Mark Not Used</u> )	Mexico	508197	08-30-95	SPN

**ASSIGNMENT OF TRADEMARKS**

Dated as of April 8, 2004

WHEREAS, Société des Produits Nestlé S.A., a société anonyme organized under the laws of Switzerland ("Seller"), is the owner of all right, title and interest in the registered trademarks identified in Attachment A (the "Trademarks"); and


WHEREAS, JM Smucker LLC, an Ohio limited liability company (the "Other Assets Buyer"), and Smucker Fruit Processing Company, a California corporation (the "Buyer"), has on this date acquired from Seller and Seller's Affiliates certain assets and property used in the business to which the Trademarks relate and desires that the Buyer acquire all right, title and interest in the Trademarks, the registrations of the Trademarks shown in Attachment A and the goodwill of the business associated therewith and symbolized thereby.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which is hereby acknowledged, and intending to be legally bound, Seller hereby assigns and transfers to Buyer all of its right, title and interest in and to the Trademarks, together with the trademark registrations shown in Attachment A, and all goodwill of the business associated therewith.

*[Signature Page Follows]*

IN WITNESS WHEREOF, this Assignment of Trademarks has been signed as of  
late first above written.

**SOCIÉTÉ DES PRODUITS NESTLÉ S.A.**

By:   
Name: Philippe Claude  
Title: Authorized Signatory