

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
ConAgra Brands, Inc.		07/21/2006	CORPORATION: NEBRASKA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	ConAgra Foods Packaged Foods Company, Inc.		
<b>Street Address:</b>	One ConAgra Drive		
<b>City:</b>	Omaha		
<b>State/Country:</b>	NEBRASKA		
<b>Postal Code:</b>	68102		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	0339940	COUNTY LINE	
<b>Registration Number:</b>	1703538	NIKOS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(402)952-6870		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	(402) 341-3070		
<b>Email:</b>	tdeutmeyer@mcgrathnorth.com		
<b>Correspondent Name:</b>	Tracy L. Deutmeyer		
<b>Address Line 1:</b>	1601 Dodge Street		
<b>Address Line 2:</b>	Suite 3700, First National Tower		
<b>Address Line 4:</b>	Omaha, NEBRASKA 68102		
<b>NAME OF SUBMITTER:</b>	Tracy L. Deutmeyer		
<b>Signature:</b>	/Tracy L. Deutmeyer/		
<b>Date:</b>	07/24/2006		

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Total Attachments: 2

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EXHIBIT 4.2.3

UNITED STATES TRADEMARK ASSIGNMENT

This Trademark Assignment ("Assignment") is entered into as of July 21, 2006, by and between ConAgra Brands, Inc., a Nebraska corporation located at and doing business at One ConAgra Drive, Omaha, Nebraska 68102 ("Assignor"), and ConAgra Foods Packaged Foods Company, Inc., a Delaware corporation located at and doing business at One ConAgra Drive, Omaha, Nebraska 68102 ("Assignee").

WHEREAS, Assignor is the owner of the trademarks and the associated registrations and/or applications for registration thereof existing in the United States listed on Exhibit "A" hereto ("Trademarks");

WHEREAS, Assignee is desirous of acquiring all right, title and interest in and to said Trademarks; and

NOW THEREFORE, be it known that for Ten Dollars (US\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee all of Assignor's right, title and interest in the United States in and to said Trademarks, together with the goodwill of the business symbolized by said Trademarks, any future registrations of said Trademarks, all common law rights associated with said Trademarks, all causes of action and other rights that may be asserted under said Trademarks, the right to sue third parties for infringement of or improper activities regarding said Trademarks, and the right to enjoy all of the monetary benefits obtained as a result of any such litigation, the same to be held and enjoyed by Assignee, its successors and assigns, as fully and entirely as the same would have been held and enjoyed by Assignor had this Assignment not been made.

Signed this 21<sup>st</sup> day of July, 2006.

CONAGRA BRANDS, INC. ("Assignor")

CONAGRA FOODS PACKAGED FOODS  
COMPANY, INC. ("Assignee")

*Scott E Messel*

*Scott E Messel*

By: Scott E. Messel  
Title: Vice President, Treasurer & Secretary

By: Scott E. Messel  
Title: Vice President, Treasurer & Secretary

Exhibit "A"

Trademarks

Trademarks

Appl./Reg. No.

COUNTY LINE (Stylized)

Reg. No. 0,339,940

NIKOS

Reg. No. 1,703,538