

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Assignment and Assumption Agreement for Reel/Frame No. 3514/0320

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
LEHMAN COMMERCIAL PAPER INC.		12/04/2009	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	BARCLAYS BANK PLC
Street Address:	745 7th Avenue
City:	New York
State/Country:	NEW YORK
Postal Code:	10019
Entity Type:	BANK: UNITED STATES

PROPERTY NUMBERS Total: 30

Property Type	Number	Word Mark
Registration Number:	2729347	AGREE OR IT'S FREE
Registration Number:	2821235	ALL DAY BREAKFAST
Registration Number:	2827822	AMERICAN RECIPES
Registration Number:	2828360	CASA BRAVA
Registration Number:	2824133	CASA REGINA
Registration Number:	1399722	
Registration Number:	1825316	GREAT STARTS
Registration Number:	1824509	GREAT STARTS
Registration Number:	2896440	HEARTY HERO
Registration Number:	1086538	HUNGRY-MAN
Registration Number:	2819881	HUNGRY-MAN SPORTS GRILL
Registration Number:	2817333	HUNGRY-MAN STEAKHOUSE
Registration Number:	2924221	IT'S GOOD TO BE FULL
Registration Number:	0578795	MILWAUKEE'S

OP \$765.00 2729347

Registration Number:	0701940	OPEN PIT
Registration Number:	3053003	OVALS
Registration Number:	3034156	OVALS
Registration Number:	2922651	RELISH MIXERS
Registration Number:	1898229	SANDWICH STACKERS
Registration Number:	1952990	SNACK'MMS
Registration Number:	2813076	SPORTS GRILL
Registration Number:	2432756	STACKERS
Registration Number:	2834498	STEAKHOUSE MIX
Registration Number:	2968574	TASTE THE JUICY CRUNCH
Registration Number:	2507803	THAT'S THE BEST TASTING PICKLE I EVER HEARD
Registration Number:	2416646	THE ORIGINAL TV DINNER
Registration Number:	2905128	VLASIC
Registration Number:	2582767	VLASIC
Registration Number:	1890639	VLASIC
Registration Number:	0699512	VLASIC

CORRESPONDENCE DATA

Fax Number: (714)755-8290
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 714-540-1235
Email: ipdocket@lw.com
Correspondent Name: LATHAM & WATKINS LLP
Address Line 1: 650 Town Center Drive, 20th Floor
Address Line 4: Costa Mesa, CALIFORNIA 92626

ATTORNEY DOCKET NUMBER:	039517-0031
NAME OF SUBMITTER:	Kristin J. Azcona
Signature:	/kja/
Date:	12/05/2009

Total Attachments: 9

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TRADEMARK

REEL: 004108 FRAME: 0732

ASSIGNMENT AND ASSUMPTION

Reference is made to the Intellectual Property Security Agreement, dated as of April 2, 2007 (the "Intellectual Property Security Agreement"), among Pinnacle Foods Finance LLC, Peak Finance Holdings LLC, Pinnacle Foods Group LLC (formerly known as Pinnacle Foods Group Inc.), Pinnacle Foods Finance Corp. and the other grantors party thereto (the "Grantors"), and Lehman Commercial Paper Inc., as the Collateral Agent (the "Existing Agent"). Unless otherwise defined herein, terms defined in the Credit Agreement, dated April 2, 2007 (the "Credit Agreement"), among Pinnacle Foods Finance LLC, Peak Finance Holdings LLC, the Lenders party thereto from time to time and the Existing Agent, and used herein shall have the meanings given to them in Credit Agreement.

WHEREAS, pursuant to the Intellectual Property Security Agreement recorded with the U.S. Patent and Trademark Office on April 4, 2007 at Reel/Frame No. 3514/0225 and Reel/Frame No. 3514/0320, each Grantor granted Lehman Commercial Paper Inc., as Collateral Agent, a security interest in and to all of its right, title and interest in and to all of its Trademarks, including all goodwill associated with such Trademarks, and proceeds of any and all of the foregoing;

WHEREAS, pursuant to the Intellectual Property Security Agreement recorded with the U.S. Patent and Trademark Office on April 4, 2007 at Reel/Frame No. 019102/0920 and Reel/Frame No. 019111/0015, each Grantor granted Lehman Commercial Paper Inc., as Collateral Agent, a security interest in and to all of its right, title and interest in and to all of its Patents, including all goodwill associated with such Patents, and proceeds of any and all of the foregoing;

The Existing Agent hereby irrevocably assigns to Barclays Bank PLC (the "Successor Agent") without recourse, and the Successor Agent hereby assumes from the Existing Agent, the interest in and to the Existing Agent's rights and obligations under the Intellectual Property Security Agreement, including, without limitation, with respect to those Trademarks and Patents listed on Schedule I hereto (the "Assigned Interest"), as of the Effective Date (as defined below).

The effective date of this Assignment and Assumption shall be the date of execution by all parties (the "Effective Date"). Following the execution of this Assignment and Assumption, it will be delivered to the Successor Agent for recording by the Successor Agent pursuant to the Credit Agreement and the Intellectual Property Security Agreement with the United States Patent and Trademark Office.

From and after the Effective Date, (a) the Successor Agent shall be a party to the Credit Agreement and the Intellectual Property Security Agreement and, to the extent provided in this Assignment and Assumption, have the rights and obligations of the Collateral Agent thereunder and under the other Loan Documents and shall be bound by the provisions thereof and (b) the Existing Agent shall, to the extent provided in this Assignment and Assumption,

relinquish its rights and be released from its obligations under the Credit Agreement and the Intellectual Property Security Agreement.

This Assignment and Assumption shall be governed by and construed in accordance with the laws of the State of New York.

[Signature Page Follows]

IN WITNESS WHEREOF, the parties hereto have caused this Assignment and Assumption Agreement to be executed by their respective duly authorized officers.

BARCLAYS BANK PLC,
as Successor Agent

By: *Diane Rolfe*
Name: **DIANE ROLFE**
Title: **DIRECTOR**

Accepted:

LEHMAN COMMERCIAL PAPER INC.,
as Existing Agent

By: _____
Name:
Title:

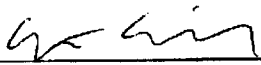
IN WITNESS WHEREOF, the parties hereto have caused this Assignment and Assumption Agreement to be executed by their respective duly authorized officers.

BARCLAYS BANK PLC,
as Successor Agent

By: _____
Name:
Title:

Accepted:

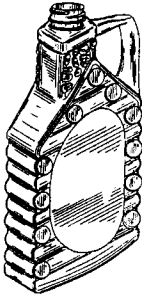


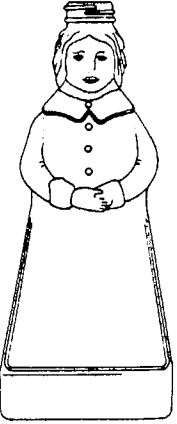
LEHMAN COMMERCIAL PAPER INC.,
as Existing Agent


By:  _____
Name: Steve Shirreffs
Title: Authorized Signatory


SCHEDULE I
to
ASSIGNMENT AND ASSUMPTION

Reel/Frame No. 003514/0225:

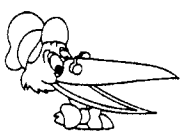


Trademark	Database	Application No. Application Date	Registration No. Registration Date	Status
1887	U.S. Federal	73080217 15-MAR-1976	1053030 16-NOV-1976	RENEWED (REGISTERED)
APPIAN WAY	U.S. Federal	71643481 11-MAR-1953	0583458 08-DEC-1953	RENEWED (REGISTERED)
CELESTE	U.S. Federal	72364617 08-JUL-1970	0904414 15-DEC-1970	RENEWED (REGISTERED)
CHEF'S CHOICE	U.S. Federal	73711902 18-FEB-1988	1547565 11-JUL-1989	REGISTERED
CHEF'S CHOICE	U.S. Federal	74641564 03-MAR-1995	2028196 07-JAN-1997	RENEWED (REGISTERED)
CHEF'S CHOICE	U.S. Federal	73256009 31-MAR-1980	1178351 17-NOV-1981	RENEWED (REGISTERED)
CHOCOLATE LOVERS	U.S. Federal	78645531 07-JUN-2005	3306539 09-OCT-2007	REGISTERED
COUNTRY KITCHEN	U.S. Federal	78601291 04-APR-2005	3240533 08-MAY-2007	REGISTERED
COUNTRY KITCHEN	U.S. Federal	73039091 09-DEC-1974	1017558 05-AUG-1975	RENEWED (REGISTERED)
COUNTRY KITCHEN LITE	U.S. Federal	74089203 17-AUG-1990	1742433 22-DEC-1992	RENEWED (REGISTERED)
COUNTRY SUPPER	U.S. Federal	72296784 29-APR-1968	0876663 09-SEP-1969	RENEWED (REGISTERED)
CREAM 	U.S. Federal	71015943 06-JAN-1906	0055577 14-AUG-1906	RENEWED (REGISTERED)
CREAM CORN STARCH 	U.S. Federal	71015944 06-JAN-1906	0055578 14-AUG-1906	RENEWED (REGISTERED)
CRISP & HEALTHY	U.S. Federal	75470124 20-APR-1998	2426021 06-FEB-2001	REGISTERED Section 2(F)


Trademark	Database	Application No. Application Date	Registration No. Registration Date	Status
Design Only 	U.S. Federal	75517197 10-JUL-1998	2271209 17-AUG-1999	RENEWED (REGISTERED)
Design Only 	U.S. Federal	74320409 05-OCT-1992	1944425 26-DEC-1995	RENEWED (REGISTERED)
Design Only 	U.S. Federal	72061281 24-OCT-1958	0703621 30-AUG-1960	RENEWED (REGISTERED)
Design Only 	U.S. Federal	73188791 10-NOV-1978	1138877 19-AUG-1980	RENEWED (REGISTERED) Section 2(F)
DUNCAN HINES	U.S. Federal	77076788 05-JAN-2007	3433920 27-MAY-2008	REGISTERED
DUNCAN HINES	U.S. Federal	73421154 11-APR-1983	1299761 09-OCT-1984	RENEWED (REGISTERED)
DUNCAN HINES	U.S. Federal	72245195 09-MAY-1966	0835567 19-SEP-1967	RENEWED (REGISTERED)
DUNCAN HINES CHOCOLATE LOVERS	U.S. Federal	74250359 27-FEB-1992	1788936 17-AUG-1993	RENEWED (REGISTERED)
FISH 'N DIPS	U.S. Federal	78275107 16-JUL-2003	3074852 28-MAR-2006	REGISTERED Supplemental Register
FUN FROSTERS	U.S. Federal	78203037 14-JAN-2003	2797730 23-DEC-2003	REGISTERED
HARTFORD HOUSE	U.S. Federal	74011804 18-DEC-1989	1646508 28-MAY-1991	RENEWED (REGISTERED)

Trademark	Database	Application No. Application Date	Registration No. Registration Date	Status
HARTFORD HOUSE	U.S. Federal	72362985 18-JUN-1970	0914149 08-JUN-1971	RENEWED (REGISTERED)
LENDER'S	U.S. Federal	78247176 08-MAY-2003	2963537 21-JUN-2005	REGISTERED
LENDER'S	U.S. Federal	73271734 25-JUL-1980	1172496 06-OCT-1981	RENEWED (REGISTERED) Section 2(F)
LENDER'S AUTHENTIC BAGELS SINCE 1927 	U.S. Federal	78182370 06-NOV-2002	2775738 21-OCT-2003	REGISTERED
LOG CABIN	U.S. Federal	71625266 20-FEB-1952	0563478 26-AUG-1952	RENEWED (REGISTERED)
LOG CABIN	U.S. Federal	71009380 29-JUN-1905	0061962 09-APR-1907	RENEWED (REGISTERED)
LOG CABIN LITE	U.S. Federal	74051207 19-APR-1990	1679044 10-MAR-1992	RENEWED (REGISTERED)
LUNCH BUCKET	U.S. Federal	73508330 13-NOV-1984	1348341 09-JUL-1985	RENEWED (REGISTERED)
MOIST DELUXE	U.S. Federal	78093548 15-NOV-2001	2643026 29-OCT-2002	REGISTERED Section 2(F)
MOIST DELUXE	U.S. Federal	74055954 04-MAY-1990	1693787 09-JUN-1992	RENEWED (REGISTERED) Supplemental Register
MRS. BUTTER WORTH	U.S. Federal	72445454 08-JAN-1973	0970903 16-OCT-1973	RENEWED (REGISTERED)
MRS. BUTTERWORTH'S	U.S. Federal	78101527 08-JAN-2002	2621585 17-SEP-2002	REGISTERED
MRS. BUTTERWORTH'S	U.S. Federal	72247039 01-JUN-1966	0831942 11-JUL-1967	RENEWED (REGISTERED) Section 2(F)
MRS. BUTTERWORTH'S	U.S. Federal	72100852 14-JUL-1960	0722714 10-OCT-1961	RENEWED (REGISTERED) Supplemental Register
MRS. PAUL'S <i>Mrs. Paul's</i>	U.S. Federal	72391717 11-MAY-1971	0949434 26-DEC-1972	RENEWED (REGISTERED)
MRS. PAUL'S	U.S. Federal	72031994 14-JUN-1957	0663544 24-JUN-1958	RENEWED (REGISTERED) Section 2(F)
OCEAN'S ORIGINAL	U.S. Federal	74294532 14-JUL-1992	1794378 21-SEP-1993	RENEWED (REGISTERED)
SEASONED TO PERFECTION	U.S. Federal	75033472 18-DEC-1995	2068794 10-JUN-1997	RENEWED (REGISTERED)
SIGNATURE DESSERTS	U.S. Federal	78304823 24-SEP-2003	3156014 17-OCT-2006	REGISTERED Section 2(F)
SINCE 1927, BAKERS OF BETTER BAGELS	U.S. Federal	73728328 04-MAY-1988	1549374 25-JUL-1989	REGISTERED
SLURPLICIOUS SPAGHETTI N' FRANKS	U.S. Federal	75777716 16-AUG-1999	2714827 13-MAY-2003	REGISTERED
SYRUP DUNK'ERS	U.S. Federal	78304774 24-SEP-2003	2958474 31-MAY-2005	REGISTERED
TREET	U.S. Federal	72207465 04-DEC-1964	0804802 01-MAR-1966	RENEWED (REGISTERED)
VAN DE KAMP'S	U.S. Federal	78091208 01-NOV-2001	2618409 10-SEP-2002	REGISTERED Section 2(F)
VAN DE KAMP'S	U.S. Federal	73271993 28-JUL-1980	1200559 06-JUL-1982	RENEWED (REGISTERED) Section 2(F)

Trademark	Database	Application No. Application Date	Registration No. Registration Date	Status
VAN DE KAMP'S	U.S. Federal	72119509 08-MAY-1961	0734635 17-JUL-1962	RENEWED (REGISTERED) Section 2(F)
WIGWAM 	U.S. Federal	71037448 17-SEP-1908	0074056 15-JUN-1909	RENEWED (REGISTERED)

Reel/Frame No. 003514/0320:

Trademark	Database	Application No. Application Date	Registration No. Registration Date	Status
AGREE OR IT'S FREE	U.S. Federal	78162571 10-SEP-2002	2729347 24-JUN-2003	REGISTERED
ALL DAY BREAKFAST	U.S. Federal	78206851 24-JAN-2003	2821235 09-MAR-2004	REGISTERED
AMERICAN RECIPES	U.S. Federal	78177553 23-OCT-2002	2827822 30-MAR-2004	REGISTERED
CASA BRAVA	U.S. Federal	76391771 19-MAR-2002	2828360 30-MAR-2004	REGISTERED
CASA REGINA	U.S. Federal	78195913 18-DEC-2002	2824133 16-MAR-2004	REGISTERED
Design Only 	U.S. Federal	73553444 15-AUG-1985	1399722 01-JUL-1986	RENEWED (REGISTERED)
GREAT STARTS 	U.S. Federal	74403916 21-JUN-1993	1825316 08-MAR-1994	RENEWED (REGISTERED)
GREAT STARTS	U.S. Federal	74398987 08-JUN-1993	1824509 01-MAR-1994	RENEWED (REGISTERED)
HEARTY HERO	U.S. Federal	76405988 10-MAY-2002	2896440 19-OCT-2004	REGISTERED Supplemental Register
HUNGRY-MAN	U.S. Federal	73069746 21-NOV-1975	1086538 28-FEB-1978	RENEWED (REGISTERED)
HUNGRY-MAN SPORTS GRILL	U.S. Federal	78220157 28-FEB-2003	2819881 02-MAR-2004	REGISTERED
HUNGRY-MAN STEAKHOUSE	U.S. Federal	78220174 28-FEB-2003	2817333 24-FEB-2004	REGISTERED
IT'S GOOD TO BE FULL	U.S. Federal	78220889 03-MAR-2003	2924221 01-FEB-2005	REGISTERED
MILWAUKEE'S 	U.S. Federal	71627001 25-MAR-1952	0578795 18-AUG-1953	RENEWED (REGISTERED) Section 2(F)
OPEN PIT	U.S. Federal	72081469 16-SEP-1959	0701940 26-JUL-1960	RENEWED (REGISTERED)
OVALS	U.S. Federal	78242173 25-APR-2003	3053003 31-JAN-2006	REGISTERED Section 2(F)

Trademark	Database	Application No. Application Date	Registration No. Registration Date	Status
OVALS 	U.S. Federal	78242210 25-APR-2003	3034156 27-DEC-2005	REGISTERED Section 2(F)
RELISH MIXERS	U.S. Federal	78246255 06-MAY-2003	2922651 01-FEB-2005	REGISTERED
SANDWICH STACKERS	U.S. Federal	74425529 18-AUG-1993	1898229 06-JUN-1995	RENEWED (REGISTERED)
SNACK'MMS	U.S. Federal	74625379 25-JAN-1995	1952990 30-JAN-1996	RENEWED (REGISTERED)
SPORTS GRILL	U.S. Federal	78220141 28-FEB-2003	2813076 10-FEB-2004	REGISTERED
STACKERS	U.S. Federal	75637530 10-FEB-1999	2432756 06-MAR-2001	REGISTERED
STEAKHOUSE MIX	U.S. Federal	78220894 03-MAR-2003	2834498 20-APR-2004	REGISTERED
TASTE THE JUICY CRUNCH	U.S. Federal	78298046 09-SEP-2003	2968574 12-JUL-2005	REGISTERED
THAT'S THE BEST TASTING PICKLE I EVER HEARD	U.S. Federal	75787113 27-AUG-1999	2507803 13-NOV-2001	REGISTERED
THE ORIGINAL TV DINNER	U.S. Federal	75612016 24-DEC-1998	2416646 26-DEC-2000	REGISTERED Supplemental Register
VLASIC	U.S. Federal	78325632 10-NOV-2003	2905128 23-NOV-2004	REGISTERED
VLASIC 	U.S. Federal	75680986 12-APR-1999	2582767 18-JUN-2002	REGISTERED
VLASIC 	U.S. Federal	74410709 09-JUL-1993	1890639 18-APR-1995	RENEWED (REGISTERED)
VLASIC	U.S. Federal	72082616 02-OCT-1959	0699512 14-JUN-1960	RENEWED (REGISTERED)

Reel/Frame No. 019102/0920:

Title	Issue Date	Patent No.
Apparatus and method for forming casingless sausages	9/03/2002	6444248
Apparatus and method for forming casingless sausages	5/11/2004	6733812
Apparatus and method for forming casingless sausages	5/25/2004	6740349

Reel/Frame No. 019111/0015:

Title	Issue Date	Patent No.
Container filling and sealing system	3/23/1993	5195294
Container filling and sealing system	3/23/1993	5195298