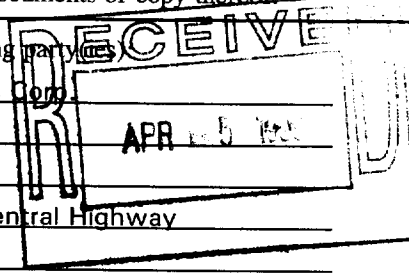


To the Honorable Commissioner of Patents

and original documents or copy thereof



101006159



1. Name of conveying party(ies):

Schwan's IP, LLC

MRD 4-5-99

- Individual(s)
- General Partnership
- Corporation
- Other Limited Liability Company
- Association
- Limited Partnership

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

2. Name and address of receiving party(ies)

Name: J & J Snack Foods Corp.

Internal Address: _____

Street Address: 6000 Central Highway

City: Pennsauken State: NJ Zip: 08109

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporate-New Jersey _____
- 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 assignme)

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

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

Execution Date: Feb. 4, 1999

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

A. Trademark Application No.(s)

75/525,105

B. Trademark Registration No.(s)

1,948,713
2,043,123
2,020,529

Additional numbers attached? Yes No

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

Name: J. Rodman Steele, Jr.

Internal Address: Quarles & Brady LLP

Street Address: 222 Lakeview Avenue, 4th Floor

P.O. Box 3188

City: West Palm Beach State: FL Zip: 33402

6. Total number of applications and registrations involved:

4

7. Total Fee (37 CFR 3.41)

\$ 115.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number

17-0055

(Attach duplicate copy of this page if paying by deposit account)

04/09/1999 JSHABAZZ 00000096 73525105

DO NOT USE THIS SPACE

01 FC:481 40.00 OP
02 FC:482 75.00 OP

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.

J. Rodman Steele, Jr.

Name of person signing

Signature

Date

3/31/99

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

3

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

**ASSIGNMENT OF TRADEMARK/SERVICE MARK
PENDING APPLICATIONS AND REGISTRATIONS**

WHEREAS, Schwan's IP, LLC a limited liability company organized under the laws of the state of Minnesota, with its principal office and place of business at 115 West College Drive, Marshall, MN 56258 (hereinafter "Assignor"), is the registered and/or common law owner of the marks which are listed on Exhibit A, attached hereto and made a part hereof, which are pending registration or registered in the United States Patent and Trademark Office under the serial numbers or registration numbers shown opposite each relevant mark on Exhibit A; and

WHEREAS, J & J Snack Foods Corp., a New Jersey corporation with its principal office and place of business at 6000 Central Highway, Pennsauken, NJ 08109 (hereinafter "Assignee"), is desirous of acquiring any and all rights that Assignor may have in and to said marks and the registrations therefor, together with the goodwill of the business of Assignor in connection with which the said marks are used and which is symbolized by the said marks, along with the right to recover for damages and profits for past infringement thereof;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee, effective as of February 1, 1999, all right, title and interest in and to the said marks and the registrations therefor for the United States and throughout the world together with the goodwill of the business in connection with which the said marks are used and which is symbolized by the said marks, along with the right to recover for damages and profits for past infringements thereof;

Assignor agrees to execute and deliver at the request of the Assignee all papers, instruments, and assignments, and to perform any other reasonable acts the Assignee may require, in order to vest all Assignor's right, title, and interest in and to the said mark in the Assignee and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by the Assignee, to the extent such evidence is in the possession or control of Assignor.

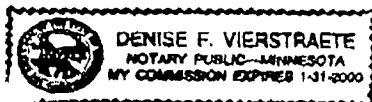
SCHWAN'S
SCHWAN'S IP, LLC

Date: February 4, 1999

By: *Kenneth H. Noyes*
Kenneth H. Noyes
Chief Executive Officer

STATE OF MINNESOTA)
)
COUNTY OF LYON)

On this 4th day of February, 1999, before me appeared Kenneth H. Noyes, the person who signed this instrument, who acknowledged that he signed it as a free act on behalf of Schwan's IP, LLC, with authority to do so.



Denise F. Vierstraete
Notary Public

EXHIBIT A**REGISTERED MARKS**

<u>Mark</u>	<u>Reg. No.</u>	<u>Registered</u>
BREAK & BAKE	1,948,713	January 16, 1996
BUTTER BATCH	2,043,123	March 11, 1997
CAMDEN CREEK BAKERY	2,020,529	December 3, 1996

APPLICATIONS

<u>Mark</u>	<u>Application No.</u>	<u>Filing Date</u>
CINNA BITES	75/525,105	July 24, 1998

COMMON LAW MARKS

<u>Mark</u>	<u>First Use in Commerce</u>
THEY'LL REMEMBER YOU FOR YOUR COOKIES	June, 1995