04-22-1999

101017642

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- [x] New
- [ ] Resubmission (Non-Recordation)
  Document ID # _____
- [ ] Correction of PTO Error
  Reel # _____ Frame # _____
- [ ] Corrective Document
  Reel # _____ Frame # _____

Conveyance Type

- [ ] Assignment
- [ ] License
- [ ] Security Agreement
- [ ] Nunc Pro Tunc Assignment
- [ ] Merger
- [ ] Change of Name
- [x] Other Release

Effective Date
Month Day Year _____

Conveying Party

[ ] Mark if additional names of conveying parties attached

Execution Date
Month Day Year 03/31/99

Name Wells Fargo Bank, N.A.
Formerly _____

- [ ] Individual
- [ ] General Partnership
- [ ] Limited Partnership
- [ ] Corporation
- [ ] Association
- [ ] Other National Banking Association
- [ ] Citizenship/State of Incorporation/Organization _____

Receiving Party

[ ] Mark if additional names of receiving parties attached

Name Favorite Brands International, Inc.
DBA/AKA/TA _____
Composed of _____
Address (line 1) 2121 Waukegan Road
Address (line 2) Suite 300
Address (line 3) Bannockburn, Illinois 60015
City State/Country Zip Code

- [ ] Individual
- [ ] General Partnership
- [ ] Limited Partnership
- [ ] Corporation
- [ ] Association
- [ ] Other _____
- [ ] Citizenship/State of Incorporation/Organization Delaware

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. *(Designation must be a separate document from Assignment.)*

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

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01 FC:481 40.00 OP
02 FC:482 1250.00 OP

55/21/4

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name _____

Address (line 1) _____

Address (line 2) _____

Address (line 3) _____

Address (line 4) _____

Correspondent Name and Address

Area Code and Telephone Number 212-735-2656

Name Elaine D. Ziff

Address (line 1) Skadden, Arps, Slate, Meagher & Flom LLP

Address (line 2) 919 Third Avenue

Address (line 3) New York, New York 10022

Address (line 4) _____

Pages Enter the total number of pages of the attached conveyance document including any attachments. # 6

Trademark Application Number(s) or Registration Number(s) ☐ Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)	Registration Number(s)
Please see Exhibit A to Form PTO-1618B (2 pages)	Please see Exhibit A to Form PTO-1618B (2 pages)

Number of Properties Enter the total number of properties involved. # 51

Fee Amount Fee Amount for Properties Listed (37 CFR 3:41): $ $1290

Method of Payment: Enclosed ☐ Deposit Account ☐

Deposit Account
(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: # 19-2385

Authorization to charge additional fees: Yes ☐ No ☐

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. Charges to deposit account are authorized, as indicated herein.

Jorge M. Torres
Name of Person Signing

Signature

4/6/99
Date signed

Exhibit A

Item A - Trademarks	County	Status
BASKET BUDDIES	United States	Registered # 1,714,710
BEAN BALLS	United States	Registered # 1,693,402
BUNTE & DESIGN	United States	Registered # 811,441
BUNTE CHOP STIX	United States	Registered # 829,872
BUNTE STYLIZED	United States	Registered # 1,041,423
BUNTING MAD FIRE ANTS	United States	Registered # 1,719,557
CHERRY CRUSH	United States	Registered # 649,025
CHERRY CRUSH AND DESIGN	United States	Registered # 142,655
CHOC-O-BUTTONS	United States	Registered # 1,323,575
CHOC-O-PEANUTS	United States	Registered # 1,353,124
CLEARLY MINT	United States	Registered # 1,906,722
COUNTRY TRAIL	United States	Registered # 1,685,455
CRAZY SEA CREATURES	United States	Registered # 1,690,465
DIANA	United States	Registered # 104,316
FARLEY'S	United States	Registered # 1,044,331
FARLEY'S MAPLE 'N NUTS	United States	Registered # 1,669,624
FARLEY'S SCARY FRUIT SNACKS	United States	Registered # 1,710,253
FARLEY SELECT	United States	Registered # 1,906,725
FARLEY ZESTY CHIPS 'N STIX	United States	Registered # 1,750,297
FRUIT FUNNIES	United States	Registered # 1,851,833
FRUIT SNACK FARLEY	United States	Registered # 1,903,690
GLISTENS	United States	Registered # 1,770,843
GOLD EDITION	United States	Registered # 1,942,773
HAND-ME-OUTS	United States	Registered # 1,888,726
HEAVENLY CONFECTIONS	United States	Registered # 1,894,669

ITSY BITSY	United States	Registered # 1,967,803
JENNIE LEE STYLIZED	United States	Registered # 609,223
KILLER BEES	United States	Registered # 1,710,821
MI-CHOICE STYLIZED	United States	Registered # 115,937
NATURE'S TREASURES	United States	Registered # 1,351,951
NOTHING NIBBLES NICER	United States	Registered # 818,060
OUTDOORSMAN'S FAVORITE	United States	Intent to Use - Serial #74/673,072
PIPPIN STYLIZED	United States	Registered # 504,892
POWER FRUIT	United States	Registered # 1,931,956
PUCKER PUSS	United States	Registered # 1,829,930
REALLY NATURALS	United States	Registered # 1,146,263
REALLY NATURALS	United States	Registered # 1,342,931
RED HOT METEORS	United States	Pending - Serial #194,610
SUPER JELLIES	United States	Registered # 886,545
SUPERCANDY	United States	Registered # 1,068,761
SWEET CHOICE	United States	Registered # 1,608,414
TARTINES	United States	Registered # 847,103
TASTE-T-SWEET (and design)	United States	Registered # 1,229,752
THE ROLL	United States	Registered # 1,900,238
TRADING HEARTS	United States	Registered # 1,879,296
TROLL (Fruit Snacks)	United States	Pending - Serial #74/394,415
TROLL & DESIGN (Fruit Snacks)	United States	Pending - Serial #74/394,777
TROLL LOLLYPOPS	United States	Registered # 1,922,275
TROLL POP	United States	Registered # 1,922,274
TROLL SUCKERS	United States	Registered # 1,922,276
YOU'VE NEVER TASTED SO MUCH FUN	United States	Registered # 1,949,387

RELEASE
(TRADEMARKS)

This RELEASE (TRADEMARK) is granted on this 31st day of March 1999 by Wells Fargo Bank, N.A., a national banking association, located at 420 Montgomery Street, San Francisco, California 94163 ("Assignor") as Administrative Lender for the Lenders under the Amended and Restated Revolving Credit and Term Loan Agreement, dated as of August 30, 1996 (the "Credit Agreement"), in favor of Favorite Brands International, Inc., a Delaware corporation, successor by merger to Farley Candy Company, a Delaware corporation, located at 2121 Waukegan Road, Suite 300, Bannockburn, Illinois 60015 ("Assignee").

WHEREAS, in connection with the Credit Agreement, Assignee executed and delivered to Assignor, for its benefit and the benefit of the Lenders (as defined in the Credit Agreement), a Guarantee Agreement, dated as of August 30, 1996 (the "Guaranty"), a Security Agreement, dated as of August 30, 1996 (the "Security Agreement"), and an Agreement (Trademark), dated as of August 30, 1996 (the "Trademark Security Agreement") in order to grant to the Assignor a continuing security interest in all of the Trademark Collateral (as defined

in the Trademark Security Agreement) including, but not limited to, the registered trademarks and trademark applications listed on Attachment I hereto;

WHEREAS, the Trademark Security Agreement was recorded in the United States Patent and Trademark Office on September 12, 1996 at Reel 1501/Frame 0551 et. seq.;

WHEREAS, Assignee has paid all Loans, Letters of Credit, and the Commitments, and paid and performed all other Obligations (all as defined in the Security Agreement);

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignor hereby, on its own behalf and on behalf of the Lenders, terminates and releases its security interest in and lien upon the Trademark Collateral, and reassigns to Assignee whatever right, title, and interest in the Trademark Collateral that was assigned to it by Assignee. Such reassignment is without representation or recourse of any kind, express or implied.

TRADEMARK
REEL: 1891 FRAME: 0043

IN WITNESS WHEREOF, Assignor has caused this RELEASE (TRADEMARKS) to be duly executed and delivered by its officer thereunto duly authorized as of the date here above first written.

WELLS FARGO BANK, N.A.,

as Administrative Lender

By: _____

Name: JOHN HUKARI

Title: VICE PRESIDENT

TRADEMARK
REEL: 1891 FRAME: 0044

Attachment I

Farley Candy Company

Item A - Trademarks	County	Status
BASKET BUDDIES	United States	Registered # 1,714,710
BEAN BALLS	United States	Registered # 1,693,402
BUNTE & DESIGN	United States	Registered # 811,441
BUNTE CHOP STIX	United States	Registered # 829,872
BUNTE STYLIZED	United States	Registered # 1,041,423
BUNTING MAD FIRE ANTS	United States	Registered # 1,719,557
CHERRY CRUSH	United States	Registered # 649,025
CHERRY CRUSH AND DESIGN	United States	Registered # 142,655
CHOC-O-BUTTONS	United States	Registered # 1,323,575
CHOC-O-PEANUTS	United States	Registered # 1,353,124
CLEARLY MINT	United States	Registered # 1,906,722
COUNTRY TRAIL	United States	Registered # 1,685,455
CRAZY SEA CREATURES	United States	Registered # 1,690,465
DIANA	United States	Registered # 104,316
FARLEY'S	United States	Registered # 1,044,331
FARLEY'S MAPLE 'N NUTS	United States	Registered # 1,669,624
FARLEY'S SCARY FRUIT SNACKS	United States	Registered # 1,710,253
FARLEY SELECT	United States	Registered # 1,906,725
FARLEY ZESTY CHIPS 'N STIX	United States	Registered # 1,750,297
FRUIT FUNNIES	United States	Registered # 1,851,833
FRUIT SNACK FARLEY	United States	Registered # 1,903,690
GLISTENS	United States	Registered # 1,770,843
GOLD EDITION	United States	Registered # 1,942,773

TRADEMARK
REEL: 1891 FRAME: 0045

HAND-ME-OUTS	United States	Registered # 1,888,726
HEAVENLY CONFECTIONS	United States	Registered # 1,894,669
ITSY BITSY	United States	Registered # 1,967,803
JENNIE LEE STYLIZED	United States	Registered # 609,223
KILLER BEES	United States	Registered # 1,710,821
MI-CHOICE STYLIZED	United States	Registered # 115,937
NATURE'S TREASURES	United States	Registered # 1,351,951
NOTHING NIBBLES NICER	United States	Registered # 818,060
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SUPERCANDY	United States	Registered # 1,068,761
SWEET CHOICE	United States	Registered # 1,608,414
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TRADING HEARTS	United States	Registered # 1,879,296
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TROLL SUCKERS	United States	Registered # 1,922,276
YOU'VE NEVER TASTED SO MUCH FUN	United States	Registered # 1,949,387