

FORM PTO-1594 (Rev. 6-93)

8-17-99

RI



101100882

1 SHEET

482-475.00

484-120.00

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

1724734

OMB No. 0851-0011 (exp. 4/94)

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):

Heller Financial, Inc.

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

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

3. Nature of conveyance:

8-17-99

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

Execution Date: June 22, 1998

2. Name and address of receiving party(ies)

Name: American Candy Company

Internal Address:

Street Address: Craig Industrial Park Highway 41 South

City: Selma State: AL ZIP: 36701

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State Delaware, 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 patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

SEE EXHIBIT A ATTACHED HERETO.

Additional numbers attached? Yes No

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

Name: Tanya Bennett

Internal Address:

Street Address: Miles & Stockbridge

10 Light Street, 8th Floor

City: Baltimore State: MD ZIP: 21202

6. Total number of applications and registrations involved:

20

7. Total fee (37 CFR 3.41):

635.00

- Enclosed, Authorized to be charged to deposit account

515E 120E

8. Deposit account number:

20-0052

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

08/18/1999 ITOW11 00000028 200052 1724734

DO NOT USE THIS SPACE

FC:481 40.00 CH, FC:482 475.00 CH, FB:484 120.00 CH

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.

Laura Snyder Runyeon Name of Person Signing

Signature

August 13, 1999 Date

Total number of pages including cover sheet, attachments, and document: 9

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

Exhibit A

TRADEMARKS

<u>Trademark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
AMERICAN CANDY COMPANY [®] and DESIGN	1,724,734	10/13/92
AMERICAN [®] with Shield Design	969,748	10/02/73
BIG BO [®] with Design	1,070,703	08/02/77
DOUBLE FRUIT POPS [®]	974,404	12/04/73
FIRECRAKER [®]	794,520	08/17/65
FROOPS [®]	1,659,238	10/01/91
FROOPS [®] Character	1,693,403	06/09/92
HOT POPS [®]	1,023,359	10/21/75
LONG BOYS [®]	1,299,773	10/09/84
LONG BOYS [®] Character	1,716,198	09/15/92
LUV POPS [®]	1,203,800	08/03/82
PIK A STIK [®]	1,540,518	05/23/89
SANTA STICKS'N BOOT [®]	1,002,336	01/21/75
SPIKES [®] with Design	794,518	08/17/65
TREASURE CHEST [®]	887,578	03/10/70
TRIM-A-PACKAGE	1,861,618	08/30/94
TWICE AS LONG [®]	1,571,201	12/12/89
TWIRL POP [®]	1,114,626	03/06/79

PENDING APPLICATIONS

<u>Trademark</u>	<u>App-Serial No.</u>
DROOLERS	74/328562
FRUIT WHEELS	74/470413

**RELEASE OF
TRADEMARK COLLATERAL SECURITY AGREEMENT**

THIS RELEASE is made as of this 22nd day of June, 1998, by Heller Financial, Inc., a Delaware corporation ("Heller") in favor of American Candy Company, a Delaware corporation.

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and adequacy of which are hereby acknowledged, Heller hereby unconditionally and expressly releases, terminates and extinguishes, without limitation, any and all of its right, title and interest in and to, and any and all liens and security interests it may have upon (i) all of the trademarks and pending applications for trademarks and all income, royalties, rights and the goodwill of the business which relate thereto, including the registrations and applications appurtenant thereto, listed in Schedule A hereto and (ii) all trademark license agreements and all receivables, contract rights and general intangibles arising under or relating thereto, including the right to prepare for sale, sell and advertise for sale such property, which liens and security interests were established under and pursuant to the Trademark Collateral Security Agreement dated March 3, 1995 (the "Security Agreement"). All obligations and duties under said Security Agreement are hereby released and terminated and Heller hereby expressly releases and discharges without limitation all claims, demands and causes of action that it may now have or might subsequently accrue to it arising out of or connection with, directly or indirectly, the aforesaid Security Agreement.

HELLER FINANCIAL, INC.

By: 

Dwayne L. Coker

Title: Vice President

STATE OF ILLINOIS)

) ss.

COUNTY OF COOK)

On this 22nd day of June 1998, before me personally came Dwayne L. Coker, to me known, who, being by me duly sworn, did depose and say that he is a Vice President of Heller Financial, Inc., the corporation, in and which executed the foregoing instrument and that he was authorized to sign his name thereto on behalf of said corporation.




Notary Public

Exhibit A

TRADEMARKS

<u>Trademark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
AMERICAN CANDY COMPANY [®] and DESIGN	1,724,734	10/13/92
AMERICAN [®] with Shield Design	969,748	10/02/73
BIG BO [®] with Design	1,070,703	08/02/77
DOUBLE FRUIT POPS [®]	974,404	12/04/73
FIRECRAKER [®]	794,520	08/17/65
FROOPS [®]	1,659,238	10/01/91
FROOPS [®] Character	1,693,403	06/09/92
HOT POPS [®]	1,023,359	10/21/75
LONG BOYS [®]	1,299,773	10/09/84
LONG BOYS [®] Character	1,716,198	09/15/92
LUV POPS [®]	1,203,800	08/03/82
PIK A STIK [®]	1,540,518	05/23/89
SANTA STICKS 'N BOOT [®]	1,002,336	01/21/75
SPIKES [®] with Design	794,518	08/17/65
TREASURE CHEST [®]	887,578	03/10/70
TRIM-A-PACKAGE	1,861,618	08/30/94
TWICE AS LONG [®]	1,571,201	12/12/89
TWIRL POP [®]	1,114,626	03/06/79

PENDING APPLICATIONS

<u>Trademark</u>	<u>App-Serial No.</u>
DROOLERS	74/328562
FRUIT WHEELS	74/470413