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09-24-1999



Attorney Docket No.: 3574-4

481-42482-75

To the U.S. Patent and Trademark Office.

101134995

Send original documents or copy thereof.

1. Name of conveying party(ies):

Candyland Acquisition, Inc.

MRD
9-24-99

2. Name and address of receiving party(ies):

Dolle's Candyland, Inc.
Rehoboth Avenue & The Boardwalk
Rehoboth Beach, DE 19771

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

If Assignee is not domiciled in the U.S.A., a domestic representative designation is attached: Yes No

(Designations must be a separate document from Assignment.)

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other: Cert. Of Amendment of Cert. Of Incorporation

Execution Date: February 1, 1996

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

A. Trademark Application No.(s):

74/175,261

TM

B. Trademark Registration No.(s):

1.800.950
1.800.951
1.800.952

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

STANLEY C. MACEL, III, ESQ.
CONNOLLY BOVE LODGE & HUTZ LLP
P. O. Box 2207
1220 Market Street
Wilmington, DE 19899
Telephone: (302) 658-9141
Facsimile: (302) 658-5614

6. Total number of applications and registrations involved: [4]

7. Total fee (37 CFR 3.41) Cal. 1 x \$40.00 = \$ 40.00
3 x \$25.00 = \$ 75.00

- Fee enclosed.
- Authorized to be charged to Deposit Account.

8. Deposit Account number: 03-2775
(for any additional fees required)

09/24/1999 TTOM11 00000067 74175261

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

DO NOT USE THIS SPACE

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.

Stanley C. Macel, III
Name of Person Signing

September 23, 1999
Date

Total number of pages including cover sheet, attachments and document: [3]

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "CANDYLAND ACQUISITION, INC.", CHANGING ITS NAME FROM "CANDYLAND ACQUISITION, INC." TO "DOLLE'S CANDYLAND, INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF FEBRUARY, A.D. 1996, AT 1:31 O'CLOCK P.M.



2586700 8100

991384808

A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 9979488

DATE: 09-20-99

TRADEMARK
REEL: 001933 FRAME: 0780

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
CANDYLAND ACQUISITION, INC.

The undersigned, a corporation duly organized and existing under the laws of the State of Delaware, in accordance with the provisions of Section 242 of Title 8 of the Delaware Code, does hereby certify:

1. The name of the corporation as it appears on the records of the Secretary of State of Delaware is CANDYLAND ACQUISITION, INC. (the "Corporation").
2. The date of incorporation of the Corporation is January 29, 1996.
3. Paragraph First of the Certificate of Incorporation of the Corporation is hereby amended and restated in its entirety as follows:
"First: The name of the Corporation is
DOLLE'S CANDYLAND, INC."
4. The amendment has been approved by the shareholders and adopted by the directors of the Corporation in accordance with the provisions of Section 242 of Title 8 of the Delaware Code.

IN WITNESS WHEREOF, the Corporation has caused this certificate to be signed on its behalf this 1st day of February, 1996.

CANDYLAND ACQUISITION, INC.

By: John L. Asher, Jr.
John L. Asher, Jr., President