

ASSIGNMENT

WHEREAS, Tootsie Roll Industries, Inc., a corporation of Virginia, having an office and place of business at 7401 South Cicero Avenue, Chicago, IL 60629 has adopted the following mark and the trademark Application:

SCHEDULE OF TRADEMARKS

MARK	SERIAL NO.	FILING DATE
WAY 2 SOUR	75/550,587	September 9, 1998

WHEREAS, CHARMS MARKETING COMPANY, a corporation of Illinois, having an office and place of business at 7401 South Cicero Avenue, Chicago, IL 60629 is desirous of acquiring said mark and the application therefor.

NOW, THEREFORE, for one Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, said Tootsie Roll Industries, Inc. without representations or warranties with respect to said trademarks or registrations or the title thereto does hereby assign unto the said CHARMS MARKETING COMPANY, all its rights, title and interest in and to the said marks and the registrations therefor, together with the business associated with the mark and the goodwill of the business symbolized by said marks and the application therefor and including all rights to sue and recover for past infringement of said marks and the registrations therefor.

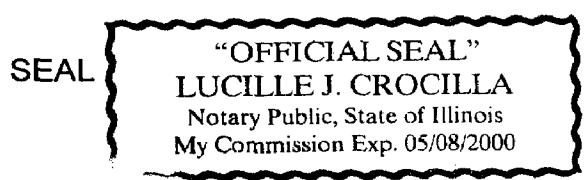
Tootsie Roll Industries, Inc.

11-29-99
Date

By: [Signature]
Name: Barry Bowen
Title: Treasurer

STATE OF Illinois
COUNTY OF Cook

Subscribed to and sworn before me this 29th day of November, 1999



[Signature]
Notary Public
My Commission Expires 5/8/2000