

07-06-2001



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Form No. PTO-1594  
 (Rev. 07-19-97)  
 (MAY 1999) (09/01/00) (01/01/00) (05/01/00) (09/01/00)

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To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

<p>1 Name of conveying party(ies) <b>Sherwood Brands of RI, Inc.</b></p> <p><input type="checkbox"/> Individual(s)                      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership              <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation-State  <input type="checkbox"/> Other _____</p> <p style="font-size: 1.5em; font-family: cursive;">MMD 7/2/01</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>	<p>2 Name and address of receiving party(ies)          Name: <b>Sherwood Brands, LLC</b>          Internal Address: <b>Suite 201</b>          Street Address: <b>1803 Research Boulevard</b>          City: <b>Rockville</b> State: <b>MD</b> Zip: <b>20850</b></p> <p><input type="checkbox"/> Individual(s) citizenship _____  <input type="checkbox"/> Association _____  <input type="checkbox"/> General Partnership _____  <input type="checkbox"/> Limited Partnership _____  <input type="checkbox"/> Corporation-State _____  <input checked="" type="checkbox"/> Other <b>Limited Liability Company</b></p> <p><small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No          (Designations must be a separate document from assignment)          Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</small></p>
<p>3. Nature of conveyance:  <input checked="" type="checkbox"/> Assignment                      <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement              <input type="checkbox"/> Change of Name  <input type="checkbox"/> Other _____</p> <p>Execution Date: _____</p>	

<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s) <b>76/024216</b>  <b>75/711076</b>    <b>75/711077</b>    <b>75/434177</b>  <b>75/711078</b>    <b>75/451613</b>    <b>75/451609</b></p>	<p>B. Trademark Registration No.(s)  <b>2447293</b>                      <b>2391946</b>  <b>2386158</b>    <b>2373487</b>    <b>2321982</b>  <b>2216344</b>    <b>1825327</b>    <b>1620239</b></p> <p>Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed:          Name: <b>Richard D. Zimmerman</b>          Internal Address: <b>Chace Ruttenberg &amp; Freedman, LLP</b>          Street Address: <b>One Park Row</b>             <b>Suite 300</b>          City: <b>Providence</b> State: <b>RI</b> Zip: <b>02903</b></p>	<p>6. Total number of applications and registrations involved: ..... <span style="border: 1px solid black; padding: 2px;">15</span></p> <p>7. Total fee (37 CFR 3.41).....\$ <b>390</b></p> <p><input checked="" type="checkbox"/> Enclosed  <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: _____</p> <p><small>(Attach duplicate copy of this page if paying by deposit account)</small></p>
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**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.*

**Richard D. Zimmerman**                                           June 27, 2001  
 Name of Person Signing                      Signature                      Date

Total number of pages including cover sheet, attachments, and document 5 *check*

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

07/06/2001 TD1PZ1 00000002 75711076

01 FC:481 40.00 OP  
 02 FC:482 350.00 OP

## TRADEMARK ASSIGNMENT

WHEREAS, Sherwood Brands of R.I., Inc. also known as Sherwood Brands of Rhode Island, Inc. (hereinafter "Assignor"), a Rhode Island corporation with its principal business office at 1005 Main Street, Pawtucket, Rhode Island 02860, has currently adopted, is using or intends to use, and is the owner of all right, title and interest in and to the trademarks and trademark applications set forth on Exhibit A attached hereto, and the associated registrations and applications for registration therefor (hereafter the "Marks"); and

WHEREAS, Sherwood Brands, LLC (hereafter "Assignee"), a Maryland limited liability company, having an address of 1803 Research Boulevard, Suite 201, Rockville, Maryland 20850 desires to acquire all right, title and interest in and to the Marks, including without limitation, in and to the associated registrations and applications for registration set forth in Exhibit A.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby grant, assign and set over to Assignee, its successors, assigns and legal representatives, the entire right, title and interest in and to the Marks, including without limitation, the trademark registrations listed in Exhibit A, together with the goodwill of the business symbolized by the Marks, including, without limitation, the registrations of the trademarks set forth in Exhibit A.

Assignor also assigns unto Assignee all claims for damages by reason of past infringement of the Marks, with the right to sue for and collect the same for its own use and benefit, and for the use and benefit of its successors, and assigns ad other legal representatives.

IN WITNESS WHEREOF, Assignor has caused its duly authorized representative to execute this Trademark Assignment on the date and in the capacity shown below.

Sherwood Brands of R.I., Inc.,  
a Rhode Island corporation

By: 

Its: Exec

Date: 6-12-01

STATE OF MD

COUNTY OF Montgomery

On this 12 day of June, 2001, personally appeared before me ANAT SCHWARTZ to me known and known to me to be the Exec. V.P. of Sherwood Brands, Inc. a North Carolina Corporation, the Assignor above named, and acknowledged that (s)he executed the foregoing assignment on behalf of said Assignor and pursuant to authority duly received.

M. Katherine Self  
Notary Public

M. Katherine SELF  
Printed name  
My commission expires: 10-1-02

**EXHIBIT "A"**

Sherwood Brands of R.I., Inc. To  
Sherwood Brands, LLC

**MARKS REGISTERED**

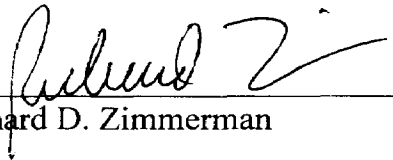
<b><u>Mark</u></b>	<b><u>Registration No.</u></b>
SMILE POPS (& DESIGN)	2,447,293
GUMMI SKULLS	2,391,946
FRUIT HILL	2,386,158
TONGUE TATTOO	2,373,487
TONGUE TATTOO	2,321,982
DESIGN (SMILE FACE)	2,216,344
HOT LITTLE DEVILS	1,825,327
STRIPOPOPS (STYLIZED)	1,620,239

**MARKS PENDING APPLICATIONS**

<b><u>Mark</u></b>	<b><u>Application No.</u></b>
TONGUE TATTOO SPACE ALIEN SUCKERS BY SHERWOOD BRANDS	76/024216
SPACE ALIEN SUCKERS	75/711076
SWIRLY POPS	75/711077
E. ROSEN MUMMY GUMMIES	75/434177
CONVERSATION POPS	75/711078
SNUGGLE BUGS	75/451613
KNUCKLEHEADS	75/451609

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I hereby certify that on June 26, 2001, this Recordation Cover Sheet Trademark (1 page), Check No. 5410, for \$390.00 and Trademark Assignment Sherwood RI to Sherwood, LLC (2 pages plus Exhibit A) were mailed under 37 CFR §1.08 by U.S. Postal Service, first-class mail, to Commissioner of Patents and Trademarks, Box Assignments, Washington, DC 20231, with sufficient postage prepaid.



Richard D. Zimmerman

Date: June 27, 2001