

07-06-2001



Form PTO-159 (Rev. 03/01) 101769315 EFF TRADEMARKS ONLY

OMB No. 0693-0027 (exp. 5-31-2003)

Tab settings: (5) (5) (5) (5) (5) (5) (5) (5)

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

1. Name of conveying party(ies)
Sherwood Brands, Inc.

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

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

2. Name and address of receiving party(ies)
Name: **Sherwood Brands, LLC**
Internal Address: **Suite 201**
Street Address: **1803 Research Boulevard**
City: **Rockville** State: **MD** Zip: **20850**

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other **Limited Liability Company**

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: _____

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 B. Trademark Registration No.(s)

Additional number(s) attached Yes No

MMD 7/2/01
2338732 2401735

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: **Richard D. Zimmerman**
 Internal Address: **Chace Ruttenberg & Freedman, LLP**
 Street Address: **One Park Row Suite 300**
 City: **Providence** State: **RI** Zip: **02903**

6. Total number of applications and registrations involved: **2**

7. Total fee (37 CFR 3.41).....\$ **65**
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____
 (Attach duplicate copy of this page if paying by deposit account)

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 *Richard Z* **June 27, 2001**
 Name of Person Signing Signature Date

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

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

07/06/2001 10:42:11 00000001 03 1732

11 00:48:01 49.00 00
 02 00:48:07 29.00 00

TRADEMARK ASSIGNMENT

WHEREAS, Sherwood Brands, Inc. (hereinafter "Assignor"), a North Carolina corporation formerly having an address of 6110 Executive Boulevard, Rockville, Maryland 20852, now with its principal business office at 1803 Research Boulevard, Suite 201, Rockville, Maryland 20850 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

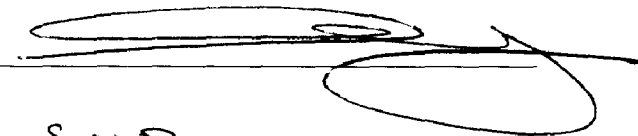
WHEREAS, Sherwood Brands, LLC (hereafter "Assignee"), a Maryland limited liability company, having an address of 1803 Research Boulevard, Suite 201, Rockville, Maryland 20850 desires to acquire all right, title and interest in and to the Marks, including without limitation, in and to the associated registrations 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, Inc.,
a North Carolina corporation

By: 

Its: END

Date: 6/12/01

STATE OF MD

COUNTY OF Montgomery

On this 12 day of June, 2001, personally appeared before me Art 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

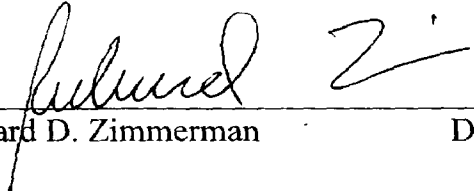
EXHIBIT "A"

Sherwood Brands, Inc. To
Sherwood Brands, LLC

MARKS REGISTERED

<u>Mark</u>	<u>Registration No.</u>
COWS	2,338,732
FRUIT BURST	2,401,735

I hereby certify that on June ²⁷~~26~~, 2001, this Recordation Cover Sheet Trademark (1 page), Check No. 5409, for \$65.00 and Trademark Assignment Sherwood Inc. 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~~26~~, 2001