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102038024

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

1. Name of conveying party(ies):
 Webb's Gourmet Brands, Inc. 3-20-02

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: Sweet Shop Candies, Inc.
 Internal Address: _____
 Street Address: 2000 White Settlement Road
 City: Fort Worth State: TX ZIP: 76107

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

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

Execution Date: March 11, 2002

4. Application number(s) or patent number(s):
 A. Trademark Application No.(s)
 Additional numbers attached? Yes No

B. Trademark Registration No.(s)
1961631
 Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: James E. Bradley
 Internal Address: Bracewell & Patterson, L.L.P.
 Street Address: P.O. Box 61389
 City: Houston State: Texas ZIP: 77208-1389

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00
 Enclosed
 Additional fees authorized to be charged to deposit account

8. Deposit account number:
50-0259 (1626JB.020079)
 (Attach duplicate copy of this page if paying by deposit account)

OFFICE OF THE SUPERVISOR
 2002 MAR 20 AM 9:45
 FINANCE SECTION

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.

James E. Bradley
 Name of Person Signing

James E. Bradley
 Signature

March 11, 2002
 Date

Total number of pages including cover sheet, attachments, and document: 2

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

TRADEMARK

ASSIGNMENT

WHEREAS, WEBB'S GOURMET BRANDS, INC. ("Webb's"), a Texas corporation, has adopted, used, is using and is the owner of the following Trademark Registration in the United States Patent and Trademark Office:

<u>Reg. No.</u>	<u>Date of Reg.</u>	<u>Mark</u>
1,961,631	March 12, 1996	COCOA FACTORY

WHEREAS, SWEET SHOP CANDIES, INC. ("Sweet Shop"), a Texas corporation having a business address of 2000 White Settlement Road, Fort Worth, Texas 76107, is desirous of acquiring the Mark, the registration thereof and the associated goodwill;

NOW, THEREFORE, for goods and valuable consideration, the receipt of which is hereby acknowledged, Webb's does hereby assign to Sweet Shop all rights, title, and interest in and to the Mark, together with the goodwill of the business symbolized by the Mark and the registration of said Mark and the right to recover any damages for past infringement, if any.

WEBB'S GOURMET BRANDS, INC.

By: *James E. Webb*
James E. Webb
President

Date: 03/11/02

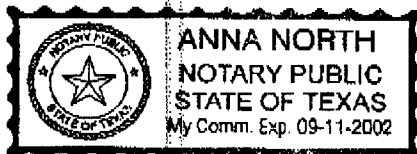
STATE OF TEXAS

§
§
§

COUNTY OF _____

On this 03¹¹ day of MARCH, 2002, before me personally appeared James E. Webb, known to me, who being duly sworn, did depose and say that he is President of Webb's Gourmet Brands, Inc., a Texas corporation, described in the foregoing Assignment, and that the foregoing Assignment was made for the purposes and considerations so stated, and that he was authorized to act on behalf of the corporation in making such Assignment.

[Seal]



Anna North
Notary in and for the State of Texas

My commission expires: 9-11-02



James E. Bradley
Partner

711 Louisiana Street, Suite 2900
Houston, Texas 77002-2781
Phone: 713.221.3301
Fax: 713.222.3287
jbradley@bracepatt.com

March 11, 2002

Box ASSIGNMENTS
Commissioner of Patents & Trademarks
Washington, D.C. 20231

Re: U.S. Trademark Registration No. 1,961,631
COCOA FACTORY

Madame:

Enclosed for filing in connection with the above referenced trademark application is an Assignment. Also enclosed is a check in the amount of \$40.00 for the appropriate filing fee.

Please return the enclosed self-addressed postcard to the undersigned after affixing the date stamp of the U.S. Patent and Trademark Office thereon to evidence receipt of the enclosures.

In the event there are any additional fees in this matter, this is your authorization to charge Deposit Account No. 50-0259 (1626JB.020079) for the necessary amount. A duplicate copy of this letter is enclosed for the convenience of the Office.

If there are any questions regarding either the above or the enclosures, please do not hesitate to contact the undersigned.

Very truly yours,

Bracewell & Patterson, L.L.P.

A handwritten signature in cursive script that reads 'James E. Bradley'.

James E. Bradley

JB/prc

Enclosures

BRADJE\1626JB\020079
HOUSTON\1397950.1

James E. Bradley
Partner

711 Louisiana Street, Suite 2900
Houston, Texas 77002-2781
Phone: 713.221.3301
Fax: 713.222.3287
jbradley@bracepatt.com

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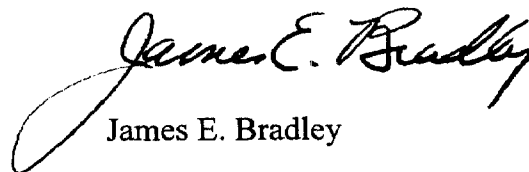
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Bracewell & Patterson, L.L.P.


James E. Bradley

JB/prc

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HOUSTON\1397950.1