



04-12-2002

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COVER SHEET

U.S. DEPARTMENT OF COMMERCE

03-26-2002

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TRADEMARK ONLY

Patent and Trademark Office

U.S. Patent & TMO/TM Mail Rpt Dt. #80

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy thereof.

1. Name of conveying party(ies): Mrs. Fields' Original Cookies, Inc

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

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: March 20, 2002

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

Name: Mrs. Fields' Brand, Inc.
Address: 2855 Cottonwood Parkway, Suite 400
City: Salt Lake City State: Utah Zip: 84121

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,892,835 (1-800-COOKIES); 1,302,975 (R & R BOURBON STREET)

Additional numbers attached? Yes No

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

Name: Michael E. Mangelson

Telephone: (801) 328-3131

Address: Stoel Rives LLP
One Utah Center
201 South Main, Ste. 1000

City: Salt Lake City State: Utah Zip: 84111-4904

6. Total number of applications and registrations involved:

7. Total Fee (37 CFR 3.41): \$65.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

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. Charges to deposit account are authorized, as indicated herein.

Michael E. Mangelson [Signature] 3/25/02
Name of Person Signing Signature Date

Title: Attorney at Law

04/11/2002 LUELLEN 0000275 1892835 44.00 25.00

ASSIGNMENT OF U.S. TRADEMARK RIGHTS

WHEREAS Mrs. Fields' Original Cookies, Inc. ("Assignor"), a Delaware corporation with its address at 2855 Cottonwood Parkway, Suite 400, Salt Lake City, Utah 84121, has adopted and used the marks 1-800-COOKIES and R & R BOURBON STREET (the "Marks") and is the owner of corresponding U.S. Registration Nos. 1,892,835 and 1,302,975 (the "Registrations");

WHEREAS Mrs. Fields' Brands, Inc. ("Assignee"), a Delaware corporation with its address at 2855 Cottonwood Parkway, Suite 400, Salt Lake City, Utah 84121, desires to acquire the Marks and the Registrations, together with all of the common law rights and goodwill associated therewith.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign, convey and transfer unto Assignee all right, title and interest in and to the Marks and the Registrations, together with the goodwill of Assignor's business symbolized by the Marks and any other pending applications or registrations therefor.

Assignor:

MRS. FIELDS' ORIGINAL COOKIES, INC.

Signature: *Michael Ward*

Printed Name: Michael Ward

Printed Title: Sr. V.P./General Counsel

Date: 3/20/02

STATE OF UTAH)
) ss.
COUNTY OF SALT LAKE)

On this 20 day of March before me Beth E. Kearsley, a notary public, personally appeared Michael Ward, personally known to me to be the person whose name is subscribed to this instrument and acknowledged that he/she executed the same.

Beth E. Kearsley
Notary Public

My Commission Expires: August 19, 2002

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