

09-18-2002



Attached original documents or copy thereof.

To the Honorable Commissioner of

102224939

1. Name of conveying party(ies):

2. Name and address of receiving party(ies)

Swizzels Matlow (USA) Limited

Name: Swizzels Matlow Ltd.

- Individual(s)       Association
- General Partnership    Limited Partnership
- Corporation-State South Carolina
- Other \_\_\_\_\_

Internal Address: Carlton House

Street Address: Albion Road

City: New Mills

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

High Peak, SK22 2HA

State: \_\_\_\_\_ Zip: \_\_\_\_\_

- Assignment       Merger
- Security Agreement    Change of name
- Other Corrective to correct name of receiving party previously recorded at REEL/FRAME: 1639/0388

Individual(s) citizenship \_\_\_\_\_

Association \_\_\_\_\_

General Partnership \_\_\_\_\_

Limited Partnership \_\_\_\_\_

Corporation-State U.K.

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

Execution Date: \_\_\_\_\_

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,178,375

Additional numbers attached?  Yes  No

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

6. Total number of applications and registrations involved: 1

Name: Michael R. Gilman, Esq.

7. Total fee (37 CFR 3.41).....\$ 40.00

Internal Address: \_\_\_\_\_

Enclosed

Authorized to be charged to deposit account

Street Address: KAPLAN & GILMAN, LLP

900 Route 9 North

8. Deposit account number: \_\_\_\_\_

City: Woodbridge State: NJ Zip: 07095

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

09/17/2002 TDI/21 00000109 1178375

DO NOT USE THIS SPACE

01 FC:481 Statement and signature 40.00 DP

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.

Michael R. Gilman, Esq.

Name of Person Signing

Signature

9/11/02

Date

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

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

TRADEMARK REEL: 002583 FRAME: 0847

DATED 26 November 1996

**SWIZZELS MATLOW (USA) LIMITED**

- and -

**SWIZZELS MATLOW LIMITED**

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**ASSIGNMENT OF UNITED STATES  
TRADE MARKS**

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Davies Arnold Cooper  
60 Fountain Street  
Manchester  
M2 2FE

Tel: 0161 839 8396  
Fax: 0161 839 8309  
Ref: 134/5290-19/CMF/181.doc

**TRADEMARK  
REEL: 002583 FRAME: 0848**

WHEREAS Swizzels Matlow (USA) Limited ("the Assignor") of 2390 Air Park Road, North Charleston, South Carolina 29406, United States, has adopted, used and is using the following Trade Marks which are registered or pending application in the United States Patent and Trade Mark Office:

<u>NUMBER</u>	<u>MARK</u>
646,560	TEX
720,409	SWIZZELS MOTTO MINTS
785,710	SWIZZETS
868,831	MERRIE ENGLAND
875,722	SUNSQUASH
1,004,892	SWIZZELSTICK
1,005,894	SWIZZELS and Design
1,008,461	SWIZZADE
1,056,198	HOUSE OF LORDS
1,075,163	DOUBLE LOLLIES
1,087,425	WAVY LINE
1,094,659	BOBBIES LOLLIES
1,115,371	CARLTON
1,118,892	FIZZ-BUSTERS
1,119,753	FIZZYBITS
1,132,320	DESIGN ONLY (Lollypop Design)
1,133,802	YOGAPOP
1,178,375	LOVE HEARTS
1,214,241	CHOCADO POPS and Design
1,227,720	FIZZERS (Stylized)
1,250,594	DESIGN ONLY (Old Man wearing crown and royal garments holding candy on a stick)
1,690,421	SWIZZLERS
1,779,798	PHANTOM BITES
1,875,453	SWIZKIDZ MIX
1,929,189	STING YOUR BUDS!
1,980,957	STINGER
75/053,449	KIDZ RINGZ
(pending application)	

WHEREAS Swizzels Matlow Limited of Carlton House, Albion Road, New Mills, High Peak, SK22 3HA ("the Assignee") is desirous of acquiring the said Trade Marks and the registrations thereof.

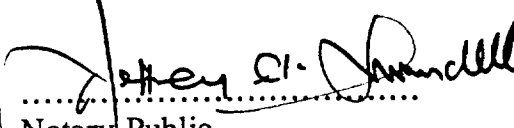
NOW THEREFORE, for good and valuable consideration, receipt whereof is hereby acknowledged, the Assignor does hereby assign unto the Assignee all rights, title and interest in and to the said Trade Marks together with the goodwill of the business, symbolised by the said Trade Marks and the registration.

Swizzels Matlow (USA) Limited

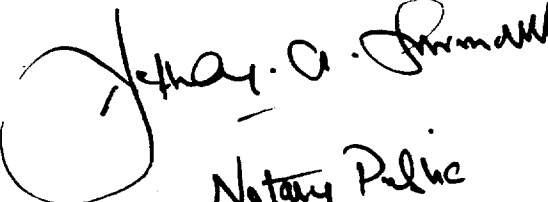
  
.....  
Director/Secretary

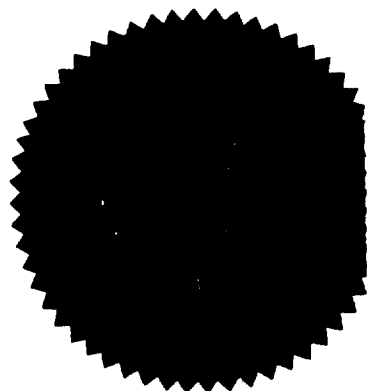
Subscribed and sworn to before me

this 26th day of November 1996

  
.....  
Notary Public

I JEFFREY ALAN SWINDELL Notary Public hereby certify that Michael Neiman Jee a Director of Swizzels Matlow (USA) Limited this 26th day of November 1996 executed this document in my presence at High Lane Stockport in the County of Greater Manchester England and that Michael Neiman Jee is personally known to me

  
Notary Public



1,178,375

## SUBSTITUTE POWER OF ATTORNEY

Swizzels Matlow Limited, assignee of all of the registrations listed on the attached Schedule A (hereinafter the "Registrations"), hereby revokes all prior Powers of Attorney granted for said Registrations, and hereby substitutes therefore and hereby appoints the firm of Kaplan & Gilman, 900 Route 9 North, Woodbridge, New Jersey 07095, a firm composed of Jeffrey I Kaplan and Michael R Gilman, each members of the Bar of the State of New York, and admitted to practice before the U.S Patent and Trade Mark Office, its attorneys to file and receive back the assignment of the said Registrations, and to otherwise transact all business in the U.S. Patent and Trade Mark Office in connection with the said Registrations, with full power of substitution and revocation.

All correspondence should be addressed to Michael R Gilman, at the above address..  
The telephone number is (732) 634-7634.

Swizzels Matlow Limited

By: Matthew  
Title: Joint Managing Director

Dated: 9<sup>th</sup> September 1997

## SCHEDULE A

REGISTRATION NUMBER	TRADE MARK
646,560	TEX
720,409	SWIZZELS MOTTO MINTS
785,710	SWIZZETS
868,831	MERRIE ENGLAND
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1,980,957	STINGERS

**TRADEMARK**

**RECORDED: 09/16/2002**

**REEL: 002583 FRAME: 0852**