

01-29-2003

1-1-92

TRADE

Patent and Trademark Office

To the Honorable Commissioner of Patents and Trade

Documents or copy hereof.

1 Name of conveying party(ies):

KRAFT FOODS HOLDINGS, INC.

- Individual(s) ☐ Association ☐
 General Partnership ☐ Limited Partnership ☐
☒ Corporation-State 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: November 6, 2002

102350473

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

Name: ST. NICHOLAS MUSIC INC.Address: 1619 Broadway, Suite 601
New York, New York 10019

- Individual(s) citizenship ☐
 Association ☐
 General Partnership ☐
 Limited Partnership ☐
☒ Corporation-State New York
 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) & addresses attached?
☐ Yes ☒ No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s).

2,282,905Additional Numbers attached? ☐ Yes ☒ No5. Name and address of party to whom
correspondence concerning document should be
mailed:Name: Patrick BoissonInternal Address: Fross Zelnick Lehrman
& Zissu, P.C.Street Address: 866 United Nations PlazaCity: New York State: NY Zip: 100176. Total number of applications and
and registration involved:.....17. Total fee (37 CFR 3.41) \$ 40.00

- ☒ Enclosed
☒ Authorized to be charged to deposit
 account
(Only if total fee is not sufficient)

8. Deposit account number:

23-0825-0576900

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

01/29/2003 DBYRME 00000053 2282905

01 FEB 2003

40.00 DP

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.

Daniel E. Peña

Name of Person Signing

Signature

JAN 09 2003

Date

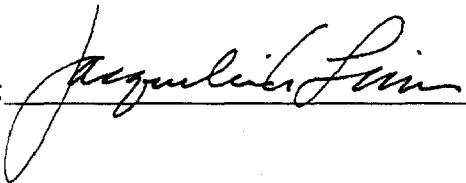
Total number of pages comprising cover sheet: _____

ASSIGNMENT

WHEREAS, KRAFT FOODS HOLDINGS, INC., with an address at Three Lakes Drive, Northfield, Illinois 60093 ("**Assignor**"), is the owner of U.S. Trademark Registration No. 2,282,905 (the "**Registration**") for the trademark HOLLY JOLLY (the "**Trademark**"); and

WHEREAS, ST. NICHOLAS MUSIC INC., located at 1619 Broadway, Suite 601, New York, New York 10019 ("**Assignee**"), is desirous of acquiring the Registration.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to the Registration and all right, title and interest in and to the Trademark, together with the goodwill of the business symbolized by the Trademark, and with all claims arising out of or relating to the use or ownership of the Trademark.

By: 

Name: Jacqueline A. Leimer

Title: Assistant Secretary

Date: 11/6/02