

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Price Candy Company, LLC		08/17/2000	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Sweet Shop Candies, Inc.
Street Address:	2000 White Settlement Road
City:	Fort Worth
State/Country:	TEXAS
Postal Code:	76107
Entity Type:	CORPORATION: TEXAS

PROPERTY NUMBERS Total: 3								
<table border="1"> <tr> <th>Property Type</th> <th>Number</th> </tr> <tr> <td>Registration Number:</td> <td>419663</td> </tr> <tr> <td>Registration Number:</td> <td>1256322</td> </tr> <tr> <td>Registration Number:</td> <td>2064870</td> </tr> </table>	Property Type	Number	Registration Number:	419663	Registration Number:	1256322	Registration Number:	2064870
Property Type	Number							
Registration Number:	419663							
Registration Number:	1256322							
Registration Number:	2064870							

CORRESPONDENCE DATA	
Fax Number:	(713)222-3287
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	(713) 221-3301
Email:	james.bradley@bracepatt.com
Correspondent Name:	James E. Bradley
Address Line 1:	P.O. Box 61389
Address Line 4:	Houston, TEXAS 77208-1389

ATTORNEY DOCKET NUMBER:	0222JB.009210
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NAME OF SUBMITTER:	Pam Clark
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Total Attachments: 4  
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**ASSIGNMENT**

This Assignment is from Commerce Bank, N.A. as Assignor of rights in certain trademarks, to Sweet Shop Candies, Inc., a Texas corporation, having an address at 2000 White Settlement Road, Fort Worth, Texas 76107, as Assignee.

Whereas, Assignee asserts that Price Candy Company, LLC, a Delaware limited liability company with an address at 8300 N.E. Underground Drive, Pillar 161, Kansas City, Missouri 64161, is shown by the assignment records of the United States Patent and Trademark Office, recorded at Reel 2045, Frame 0802, as the owner of United States trademark registrations identified in the Attachment hereto;

Whereas, Assignor asserted a first priority, perfected security interest against certain assets of Price Candy Company, LLC, which includes the United States trademark registrations identified in the Attachment hereto, the trademarks identified in the registrations and the goodwill of the business pertaining to those trademarks;

Whereas, Assignor asserted that Price Candy Company, LLC defaulted on certain obligations to Assignor and Assignor has foreclosed on certain assets of Price Candy Company, LLC, including the trademark registrations in the Attachment hereto, the trademarks and the goodwill in the business pertaining to

the trademarks at a sale (the "Sale") held on August 17, 2000;  
and

Whereas, Assignee has purchased the aforesaid trademark  
assets for value at the Sale.

NOW, THEREFORE, the Assignor and the Assignee agree as  
follows:

1. Assignor, pursuant to the Sale, hereby assigns its  
entire right, title and interest in and to the United  
States trademark registrations identified in  
Attachment A, the trademarks designated in the  
registrations and the goodwill of the business  
pertaining to those trademarks to the Assignee.
2. Assignor specifically makes no representation,  
warranty or statement regarding the assets assigned  
herein, except the statements expressly made herein.
3. Notwithstanding any other statements herein, Assignor  
represents that it has not and will not assign or  
otherwise alienate to anyone the trademark assets  
expressly covered herein.

Dated: August 15<sup>th</sup>, 2003

Commerce Bank, N.A.

By: Gregory Gille

Title: Sr. Vice President

STATE OF Missouri )  
COUNTY OF Jackson )

On this 15<sup>th</sup> day of August, 2003, before me personally appeared Gregory E. Gille, known to me, who being duly sworn, did say that he is the Senior Vice President of Commerce Bank, N.A. 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 Commerce Bank, N.A. in making such Assignment.

Carol Hays  
Notary Public

My Commission Expires:

9-13-2004



ATTACHMENT A

United States trademark registrations and trademarks  
subject to agreement between Commerce Bank, N.A. and Sweet Shop  
Candies Inc.

<u>Trademark</u>	<u>United States Reg. No.</u>
ANNACLAIRS	419,663
PRICE'S FINE CHOCOLATES	1,256,322
TURKS	2,064,870