

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Mars, Incorporated		02/24/2003	CORPORATION: DELAWARE
National Bulk Food Distributors, Inc.		02/24/2003	CORPORATION: MICHIGAN
RECEIVING PARTY DATA			
Name:	Mars, Incorporated		
Street Address:	6885 Elm Street		
City:	McLean		
State/Country:	VIRGINIA		
Postal Code:	22101-3883		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number		
Registration Number:	2536922 CANDYWORKS		
CORRESPONDENCE DATA			
Fax Number:	(212)218-2200		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(212) 218-2100		
Email:	mlerner@fchs.com		
Correspondent Name:	Leslie K. Mitchell		
Address Line 1:	30 Rockefeller Plaza		
Address Line 4:	New York, NEW YORK 10112-3801		
ATTORNEY DOCKET NUMBER:	00946.004750.		
NAME OF SUBMITTER:	Leslie K. Mitchell		
Total Attachments: 1 source=SFXABE#page1.tif			

CH \$40.00 2536922

ASSIGNMENT OF TRADEMARK

WHEREAS, National Bulk Food Distributors, Inc., a Michigan corporation with offices at 7620 Telegraph Road, Taylor, Michigan 48180 ("National Bulk"), is the owner of U.S. Registration No. 2,536,922 for CANDYWORKS for retail store services featuring candy snack foods and franchising namely, offering technical assistance in the establishment and/or operation of candy and snack food stores;

WHEREAS, Masterfoods USA, a division of Mars, Incorporated, a Delaware corporation with offices at 800 High Street, Hackettstown, New Jersey 07840 ("Mars"), is desirous of acquiring said mark and any and all goodwill associated therewith in accordance with the parties' agreement.

NOW, THEREFORE, in consideration of and in exchange for good and valuable consideration, the receipt and sufficiency of which hereby is acknowledged, National Bulk does hereby sell, transfer, and grant to Mars its entire right, title and interest in and to the trademark CANDYWORKS and any and all goodwill associated therewith.

This assignment is executed at 2124103, Taylor, Mich this 24 day of February, 2003.

NATIONAL BULK FOOD DISTRIBUTORS, INC.

By: William I Liberson
Name: WILLIAM I. LIBERSON
Title: CHAIRMAN