

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): National Bulk Food Distributors, Inc. [] Individual(s) [] Association [] General Partnership [] Limited Partnership [x] Corporation-State Michigan [] Other Additional name(s) of conveying party(ies) attached? [] Yes [x] No

2. Name and address of receiving party(ies) Name: Mars, Incorporated Internal Address: 6885 Elm Street Street Address: City: McLean State: Va Zip: 22101-3883 [] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [x] Corporation-State 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

3. Nature of conveyance: [] Assignment [] Merger [] Security Agreement [] Change of Name [x] Other Corrected Assignment; previously recorded on reel/frame 2717/0723 on 2/24/03 to correct conveying party Execution Date:

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 2,536,922 Additional number(s) attached [] Yes [x] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Leslie K. Mitchell Internal Address: Fitzpatrick, Cella, Harper & Scinto 30 Rockefeller Plaza- 38th Fl. Street Address: City: New York State: NY Zip: 10112-3801

6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41) \$ 40.00 [] Enclosed [x] Authorized to be charged to deposit account 8. Deposit account number: 061205 (Attach duplicate copy of this page if paying by deposit account)

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. Leslie K. Mitchell Signature Date 10/21/03 Name of Person Signing

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

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

CH \$40.00 061206 2536922

TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

09/15/2003
900001898

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
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (212) 218-2100
Email: mlemmer@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 Taylor, Mich this 24 day of FEBRUARY, 2003.

NATIONAL BULK FOOD DISTRIBUTORS, INC.

By: William I. Liberson

Name: WILLIAM I. LIBERSON

Title: CHAIRMAN