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PARTMENT OF COMMERCE Patent and Trademark Office

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

1. Name of conveying party(ies): Hershey Entertainment & Resorts Company. Includes checkboxes for Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, and Other.

2. Name and address of receiving party(ies): Name: MSH South Inc. Internal Address: Street Address: 103 Foulk Road, Suite 202. City: Wilmington State: DE Zip: 19803. Includes checkboxes for citizenship and partnership types.

3. Nature of conveyance: Includes checkboxes for Assignment, Merger, Security Agreement, Change of Name, and Other. Execution Date: 08/08/2002.

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 2,687,402

Additional name(s) & address(es) attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Franklin A. Miles, Jr., Esq. Internal Address: Street Address: 300 Park Boulevard. City: Hershey State: PA Zip: 17033

6. Total number of applications and registrations involved: 1. 7. Total fee (37 CFR 3.41): \$ 40.00. Includes checkboxes for Enclosed and Authorized to be charged to deposit account. 8. Deposit account number: 502529.

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. Edna L. Jenkins Name of Person Signing. Signature: [Handwritten Signature]. Date: 6/11/2003. Total number of pages including cover sheet, attachments, and document: 3.

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

06/17/2003 6TON11 00000150 502529 2687402 01 FC:0521 40.00 DA

TRADEMARK REEL: 002758 FRAME: 0643

TRADEMARK ASSIGNMENT AND AGREEMENT

This Trademark assignment, effective as of the 8th of August, 2002, is made by and between HERSHEY ENTERTAINMENT & RESORTS COMPANY ("HE&R"), a Pennsylvania corporation with its principal place of business at 300 Park Boulevard, Hershey, Pennsylvania 17033, and MSH South Inc. ("MSH"), a Delaware corporation with its principal place of business at 103 Foulk Road, Suite 202, Wilmington, Delaware 19803.


HE&R is the owner of the trademarks, trademark applications and trademark registrations listed on Schedule "A" attached hereto (collectively, the "Marks"); and

HE&R has elected to transfer all of its right, title and interest in and to the Marks to MSH.


NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, including MSH's agreement to enter into the License Agreement Amendment attached hereto as Schedule "B" contemporaneously with the execution of this Trademark Assignment and Agreement, thereby granting HE&R an exclusive license to use the Marks, and intending to be legally bound hereby, HE&R hereby assigns and transfers unto MSH the entire right, title and interest in and to the Marks, including any and all rights in the trade dress and packaging designs related thereto, and any and all other rights which HE&R may have acquired with respect thereto pursuant to common law or any other law or regulation or practice, including but not limited to all claims for damages by reason of past infringement of said trademarks, with the right to sue for and collect the same for its own use and enjoyment, and for the use and enjoyment of its successors, assigns, or other legal representatives, together with the good will of the business symbolized thereby.

IN WITNESS WHEREOF, the parties have caused this Trademark Assignment and Agreement to be duly executed and made effective as of the day and year first written above.

HERSHEY ENTERTAINMENT &
RESORTS COMPANY

By: 
William E. Davies
Treasurer

MSH SOUTH INC.

By: 
Robert C. Campbell
Chief Operating Officer

SCHEDULE A- TRADEMARKS

ROLLER SOAKER

USPTO Application Serial No. 76/319438