

FORM PTO-1594 (Rev. 6-99)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

OMB No. 0651-0011 (exp. 4/94)

Atty Docket No. F1002.070027

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

1. Name of conveying party(ies):
Flowers Bakery of Cleveland, LLC

- Individuals(s)
- General Partnership
- Corporation - State of Tennessee
- Other
- Association
- Limited Partnership

Additional names(s) of conveying party(ies) attached Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: December 22, 2003

2. Name and address of receiving party(ies)
Name: **Flowers Specialty Brands, Inc.**

Internal Address:

Street Address: **1919 Flowers Circle**

City: **Thomasville** State: **GA** Zip: **31757**

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State South Carolina
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

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

4. Application numbers(s) or patent numbers(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)
See attached Schedule A

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: William H. Brewster

Internal Address: Kilpatrick Stockton LLP

Suite 2800

Street Address: 1100 Peachtree St.

City: Atlanta State: GA Zip: 30309

6. Total number of applications and registrations involved: 1 5

7. Total fee (37 CFR 3.41).....\$ 140.00

Enclosed

Authorized to be charged to deposit account

The Commissioner is authorized to charge any deficiency in the required fee or credit any over payment to Deposit Account No. 11-0860.

8. Deposit account number:

11-0860

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.

Lise Shettler
Name of Person Signing

Lise Shettler
Signature

December 30, 2003
Date

Total number of pages including cover sheet, attachments, and document: 1 3

GH \$140.00 110860 0808622

SCHEDULE A
TO
TRADEMARK ASSIGNMENT

Trademark	Reg. No.
UKANEATA	808622
BISHOP'S	801456
BISHOP'S	1406968
CHEF DESIGN	1453381
BUDDY BARS	1584942

TRADEMARK ASSIGNMENT

This assignment is made effective as of the 22d day of December 2003, by and between Flowers Bakery of Cleveland, LLC, a company organized under the laws of the State of Tennessee (the "Assignor") and Flowers Specialty Brands, Inc., a corporation organized under the laws of the State of South Carolina (the "Assignee").

WHEREAS, Assignor is the owner of the trademarks and of the registrations thereof shown in Schedule A hereto (the "Trademarks"); and

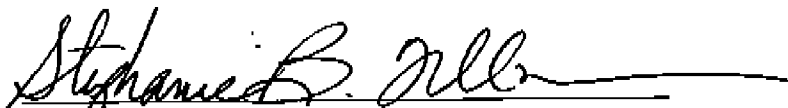
WHEREAS, Assignee wishes to acquire all of Assignor's rights in and to the Trademarks and the goodwill associated therewith.

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignor hereby assigns, transfers and conveys to the Assignee all rights, title and interest in and to the Trademarks and the registrations thereof together with the goodwill of the business which is symbolized by the Trademarks and with the right to recover damages and profits and all other remedies for past infringements thereof.

ASSIGNOR:

FLOWERS BAKERY OF CLEVELAND, LLC

By:


Stephanie B. Tillman
Assistant Secretary