

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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| 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 |
| Keebler Foods Company | | 12/28/2003 | CORPORATION: DELAWARE |

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| RECEIVING PARTY DATA | |
| Name: | Keebler Company |
| Street Address: | 677 Larch Avenue |
| City: | Elmhurst |
| State/Country: | ILLINOIS |
| Postal Code: | 60126 |
| Entity Type: | CORPORATION: DELAWARE |

PROPERTY NUMBERS Total: 90

| Property Type | Number | Word Mark |
|----------------------|---------|-----------------------------|
| Registration Number: | 2331098 | RAISIN BRAN CRUNCH |
| Registration Number: | 1536577 | RAISIN SQUARES |
| Registration Number: | 2328908 | RAZZLE DAZZLE RICE KRISPIES |
| Registration Number: | 1446674 | RICE KRISPIES |
| Registration Number: | 0249993 | RICE KRISPIES |
| Registration Number: | 1755588 | RICE KRISPIES |
| Registration Number: | 2223484 | RICE KRISPIES TREATS |
| Registration Number: | 2233186 | RICE KRISPIES TREATS |
| Registration Number: | 1806296 | RICE KRISPIES TREATS |
| Registration Number: | 1459211 | RICE KRISPIES TREATS |
| Registration Number: | 2473323 | RICE KRISPIES TREATS KRUNCH |
| Registration Number: | 2307129 | RICHLAND DAIRY |
| Registration Number: | 2184073 | |
| Registration Number: | 2192246 | |
| Registration Number: | 1341183 | |

OP \$2265.00 2331098

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|----------------------|---------|--------------------------------|
| Registration Number: | 1896385 | |
| Registration Number: | 2284259 | ROOSTER TALES |
| Registration Number: | 0297905 | SAUCETTES |
| Registration Number: | 0370187 | SAVOREX |
| Registration Number: | 1713933 | SCRAMBLERS |
| Registration Number: | 0593086 | SMACKS |
| Registration Number: | 1598838 | SMACKS |
| Registration Number: | 2332452 | SMART START |
| Registration Number: | 1555954 | SMART START |
| Registration Number: | 2502456 | SNACK-A-LONGS |
| Registration Number: | 2117533 | SNAP |
| Registration Number: | 1659058 | SNAP CRACKLE POP |
| Registration Number: | 2124817 | SNAP CRACKLE POP |
| Registration Number: | 2062886 | SNAP CRACKLE POP |
| Registration Number: | 0563358 | SNAP CRACKLE POP |
| Registration Number: | 2342991 | |
| Registration Number: | 2257327 | SNAP! CRACKLE! POP! |
| Registration Number: | 2338123 | SNAP CRACKLE POP |
| Registration Number: | 1143592 | SNAP! CRACKLE! POP! |
| Registration Number: | 1038909 | SNAP, CRACKLE, POP |
| Registration Number: | 2117463 | SNAP, CRACKLE, POP |
| Registration Number: | 2117588 | SNAP CRACKLE POP |
| Registration Number: | 0625578 | SPECIAL K |
| Registration Number: | 1812139 | SPECIAL K |
| Registration Number: | 1729645 | SPECIAL K |
| Registration Number: | 2134904 | SPOOKY FROOT LOOPS |
| Registration Number: | 1066347 | STAKELETS |
| Registration Number: | 0881783 | STRIPPLES |
| Registration Number: | 1797986 | SUITABLE FOR VEGETARIANS |
| Registration Number: | 2077663 | |
| Registration Number: | 1270151 | |
| Registration Number: | 2375907 | SUPERSHEET |
| Registration Number: | 2367739 | SWEET MINGLERS |
| Registration Number: | 1264961 | "THE BEST TO YOU EACH MORNING" |
| Registration Number: | 2594428 | THE GR-R-REAT TONY BALLOON |

TRADEMARK

REEL: 002770 FRAME: 0548

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| Registration Number: | 2323982 | MCCAMLY PLAZA HOTEL |
| Registration Number: | 1668701 | THE ORIGINAL & BEST |
| Registration Number: | 2128410 | THE ORIGINAL AND BEST |
| Registration Number: | 0106623 | WON ITS FAVOR THROUGH FLAVOR |
| Registration Number: | 2156945 | THERE'S ONLY ONE! |
| Registration Number: | 2309366 | THEY'RE CHOCOLATEY GR-R-REAT! |
| Registration Number: | 1331096 | THEY'RE GR-R-REAT! |
| Registration Number: | 2649440 | TOAST N' GO |
| Registration Number: | 2559324 | TOGETHER, WE HELP KIDS GROW |
| Registration Number: | 2136777 | TONY |
| Registration Number: | 2030068 | TONY |
| Registration Number: | 2013885 | TONY |
| Registration Number: | 1303983 | TONY |
| Registration Number: | 2659501 | TONY |
| Registration Number: | 1151162 | |
| Registration Number: | 1672993 | TONY'S |
| Registration Number: | 1697609 | TONY'S TIGER BITES |
| Registration Number: | 2632658 | |
| Registration Number: | 1270940 | |
| Registration Number: | 0775496 | |
| Registration Number: | 1343023 | TOUCAN SAM |
| Registration Number: | 2632651 | TOUCAN SAM |
| Registration Number: | 2029603 | TOUCAN SAM |
| Registration Number: | 1876803 | TOUCAN SAM |
| Registration Number: | 1979527 | |
| Registration Number: | 2144953 | TREATS SHEET |
| Registration Number: | 1102848 | TUNO |
| Registration Number: | 2326900 | TWISTED FOR TWICE THE TASTE |
| Registration Number: | 1679571 | TWO SCOOPS] |
| Registration Number: | 0552435 | VARIETY |
| Registration Number: | 1048655 | VEGE-BURGER |
| Registration Number: | 2545111 | VEGETABLE SKALLOPS |
| Registration Number: | 0905945 | VEGETABLE SKALLOPS |
| Registration Number: | 2175161 | VEGIMAX |
| Registration Number: | 2348414 | VICTORY LAP |

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|----------------------|---------|---------------------|
| Registration Number: | 1059480 | VITA-BURGER |
| Registration Number: | 2775937 | WILD MAGICBURST |
| Registration Number: | 2237818 | WILD TROPICAL BLAST |
| Registration Number: | 2306295 | WORTHINGTON |
| Registration Number: | 1296620 | WORTHINGTON |

CORRESPONDENCE DATA

Fax Number: (248)641-0270

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Email: gdaurini@hdp.com

Correspondent Name: Harness, Dickey & Pierce, P.L.C.

Address Line 1: 5445 Corporate Drive

Address Line 2: Suite 400

Address Line 4: Troy, MICHIGAN 48098

ATTORNEY DOCKET NUMBER:

8951-500036

NAME OF SUBMITTER:

Geoffrey D. Aurini

Total Attachments: 2

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TRADEMARK ASSIGNMENT

This assignment made this 28th day of December, 2003, by and between KEEBLER FOODS COMPANY, (hereinafter "Assignor"), a Delaware corporation, having its principal place of business at 677 Larch Avenue, Elmhurst, Illinois 60126, and KEEBLER COMPANY, (hereinafter "Assignee"), a Delaware corporation having its principal place of business at 677 Larch Avenue, Elmhurst, Illinois 60126.

WHEREAS, Assignor owns and has used, or is using, the trademarks identified in the attached schedule A (collectively, hereinafter the "Marks") in the United States.

WHEREAS, Assignee is desirous of acquiring the Marks and all rights therein, including the goodwill of the business associated therewith, as well as all common-law rights and all federal trademark and service mark registrations and applications identified in Schedule A attached hereto and made a part hereof.

NOW, THEREFORE, for valuable consideration the receipt and sufficiency of which are hereby acknowledged, Assignor hereby conveys, transfers and assigns to Assignee all rights, title, and interest in and to the Marks, all common-law rights, all federal registrations and applications identified in Schedule A together with the goodwill of the business symbolized thereby.

Assignor further assigns to Assignee all rights to sue for and receive all damages occurring from past infringing uses of the Marks.

Assignor agrees that upon request by Assignee, Assignor shall execute all papers, make all rightful oaths, testify on behalf of Assignee and do all other lawful acts necessary to carry out the intent of this Assignment as well as provide such other material, information, or assistance as Assignee may consider necessary.

This assignment shall be binding on the parties, their successors and/or assigns and all others acting by, through, with or under their direction, and all those in privity therewith.

TRADEMARK ASSIGNMENT

KEEBLER FOODS COMPANY

Signature: James K. Markey

Typed: James K. Markey

Title: Assistant Secretary

Date: December 28, 2003

KEEBLER COMPANY

Signature: Gary H. Pilnick

Typed: Gary H. Pilnick

Title: Vice President & Secretary

Date: December 28, 2003