

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
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<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Hershey Canada, Inc.		03/04/2004	CORPORATION: CANADA

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	Farley's & Sathers Candy Company, Inc.
<b>Street Address:</b>	One Sather Plaza
<b>City:</b>	Round Lake
<b>State/Country:</b>	MINNESOTA
<b>Postal Code:</b>	56167
<b>Entity Type:</b>	CORPORATION: DELAWARE

<b>PROPERTY NUMBERS Total: 1</b>		
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>
Registration Number:	2797654	EYE POPPERS

<b>CORRESPONDENCE DATA</b>	
<b>Fax Number:</b>	(305)377-8695
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
<b>Phone:</b>	305-347-5290
<b>Email:</b>	mail@barthet.com
<b>Correspondent Name:</b>	Alexander E. Barthet
<b>Address Line 1:</b>	200 S. Biscayne Blvd.
<b>Address Line 2:</b>	Suite 1800
<b>Address Line 4:</b>	Miami, FLORIDA 33131

<b>ATTORNEY DOCKET NUMBER:</b>	EYE POPPERS
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<b>NAME OF SUBMITTER:</b>	Alexander E. Barthet, Esq.
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<b>Total Attachments: 4</b> source=20040407175456#page1.tif source=20040407175456#page2.tif source=20040407175456#page3.tif source=20040407175456#page4.tif
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OP \$40.00 2797654

## TRADEMARK ASSIGNMENT

**THIS TRADEMARK ASSIGNMENT** ("Assignment"), is made this 4 March, 2004 but as of 29 September 2003, by Hershey Canada Inc., a Mississauga, Ontario L4W 5E9 CANADA corporation, with an address at 2350 Matheson Boulevard East, Mississauga, Ontario L4W 5E9 CANADA ("Assignor"), in favor of Farley's & Sathers Candy Company, Inc., a Delaware corporation, with an office at Sather Plaza, Round Lake, MN 56167 USA ("Assignee").

**WHEREAS**, Assignor represents and warrants that it currently owns the trademark EYE POPPERS for "confectionery, namely, chewing gum" in International Class 30 , including: the entire goodwill associated therewith; common law and any and all other rights appertaining thereto; any and all modifications, variations or extensions thereof; Canadian Trademark Reg. No. 407303 and United States Trademark Registration No. 2797654; and the trade dress heretofore used in connection with or heretofore relating to such trademark and/or the products heretofore bearing such trademark; and any modifications, variations or extensions of such trade dress (collectively, the "Mark").

**WHEREAS**, Assignor desires to assign, sell, transfer and set over to Assignee, and Assignee desires to acquire, all of Assignor's right, title and interest to the Mark.

**NOW, THEREFORE**, for One Dollar (U.S. \$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, Assignor does hereby sell, assign, transfer and set over to Assignee, the entire right, title and interest owned by Assignor in and to the Mark, together with the goodwill of the business with which the Mark is or has been used, and all registrations and applications therefore (namely Canadian Registration No. 407303 and United States Registration No. 2797654) including any renewals and extensions of the registrations that are or may be secured in connection therewith

under the laws of Canada and the United States, now or hereafter in effect, for Assignee's own use and enjoyment, and for the use and enjoyment of Assignee's successors, assigns, licensees, or other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment and sale had not been made; together with all income, royalties, damages or payments due or payable as of the effective date hereof or hereafter, including, without limitation, all claims for damages by reason of past, present or future infringement or other unauthorized use of the Mark, with the right to sue for, and collect the same for Assignee's own use and enjoyment, and for the use and enjoyment of its successors, assigns, or other legal representatives.

Assignor represents and warrants that as of the date hereof: Assignor is not a party to nor is it bound by any agreement inconsistent with this Assignment, and Assignor has granted no right or license permitting use of the Mark to a third party or otherwise taken any action to create any lien or encumbrance on the Mark or to transfer any ownership interest in the Mark to a third party. Applicant also represents and warrants that it knows of no challenges by third parties against the Mark.

Assignor covenants and agrees that it will communicate to the Assignee, its successors, assignees and nominees, all facts known to it respecting the Mark, and will, upon request of Assignee, its successors, assignees, and nominees at any time, but at Assignee's expense, sign all lawful papers, execute all applications and assignments, make all rightful oaths, testify as to facts relating to the Mark in any legal proceedings, and generally do everything reasonable and proper to aid said Assignee, its successors, assignees and nominees to receive proper protection for the Mark.

This Assignment shall be governed by the laws of the State of Delaware, U.S.A. without regard to conflicts of laws principles.

This Assignment may be executed in counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

\* \* \* \*

IN TESTIMONY WHEREOF, and intending to be legally bound hereby, the Assignor has caused this Assignment to be signed and executed by its duly authorized officers the day and year first set forth above.

Hershey Canada Inc.

By: Martha L. Saraduke

Name: Martha L. Saraduke

Title: Vice-President

Date: March 4, 2004

Assignment of EYE POPPERS Marks from  
Hershey Chocolate Confectionery Corporation to  
Farley's Sathers Candy Company, Inc.

CountryName	TrademarkName	AppNumber	RegNumber	Class	Goods
Canada	EYE POPPERS	698718	407303	0	Confectionery namely gum.
United States of America	EYE POPPERS	78/187407	2797654	30	Confectionery namely chewing gum.