

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MGW Group, Inc.		01/01/2005	CORPORATION: TEXAS

RECEIVING PARTY DATA	
Name:	Cookies By Design, Inc.
Street Address:	1865 Summit Avenue, Suite 605
City:	Plano
State/Country:	TEXAS
Postal Code:	75074
Entity Type:	CORPORATION: TEXAS

PROPERTY NUMBERS Total: 31

Property Type	Number	Word Mark
Registration Number:	2303636	BECAUSE COOKIES ARE ALWAYS IN SEASON
Serial Number:	78534092	BOUTRAY
Registration Number:	1994339	COOKIE BOUQUET
Registration Number:	2896977	COOKIE BOUQUET
Registration Number:	1992298	COOKIE BOUQUET
Serial Number:	78533229	COOKIE BOUTRAY
Registration Number:	2361168	COOKIE COLLEGE THE ORIGINAL COOKIE BOUQUET ESTABLISHED 1987
Registration Number:	2094723	COOKIE CRUMBS
Registration Number:	2103004	COOKIE DOUGH
Registration Number:	2570550	COOKIE KUDOS
Serial Number:	78382725	COOKIEMAIL
Registration Number:	1892289	COOKIES BY DESIGN
Registration Number:	1728507	COOKIES BY DESIGN
		COOKIES BY DESIGN THE ORIGINAL COOKIE BOUQUET

CH \$790.00 2303636

Registration Number:	2072927	"THE SWEETEST BOUQUET IN TOWN" ESTABLISHED 1983
Registration Number:	2072928	COOKIES BY DESIGN THE ORIGINAL COOKIE BOUQUET "THE SWEETEST BOUQUET IN TOWN" ESTABLISHED 1983
Registration Number:	2876955	COOKIES BY DESIGN
Serial Number:	76615451	COOKIES BY DESIGN THE ORIGINAL COOKIE BOUQUET COMPANY
Serial Number:	76615452	COOKIES BY DESIGN THE ORIGINAL COOKIE BOUQUET COMPANY
Serial Number:	76615521	COOKIES BY DESIGN THE ORIGINAL COOKIE BOUQUET COMPANY
Registration Number:	2811815	COOKIES MAKE THE SWEETEST GIFTS
Registration Number:	2798956	GIFTS THAT TASTE AS GOOD AS THEY LOOK
Registration Number:	2410432	
Registration Number:	1882398	ORIGINAL COOKIE BOUQUET
Registration Number:	1992297	ORIGINAL COOKIE BOUQUET
Registration Number:	2108612	SAY IT WITH COOKIES
Serial Number:	76545124	TASTEFUL GREETINGS
Registration Number:	2122157	THE OFFICIAL COOKIE BOUQUET COOKIE SURVIVAL KIT
Registration Number:	2486414	THE OFFICIAL COOKIES BY DESIGN COOKIE SURVIVAL KIT
Registration Number:	2072925	THE ORIGINAL COOKIE BOUQUET ESTABLISHED 1983 "THE SWEETEST BOUQUET IN TOWN"
Registration Number:	2082709	THE ORIGINAL COOKIE BOUQUET ESTABLISHED 1983 "THE SWEETEST BOUQUET IN TOWN"
Registration Number:	2069216	THE SWEETEST BOUQUET IN TOWN

CORRESPONDENCE DATA

Fax Number: (214)661-4899
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: daltmdept@bakerbotts.com
 Correspondent Name: Valerie Verret
 Address Line 1: 2001 Ross Avenue
 Address Line 2: Suite 600
 Address Line 4: Dallas, TEXAS 75201

NAME OF SUBMITTER:	Valerie Verret
Signature:	/Valerie Verret/
Date:	01/06/2005

Total Attachments: 3
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source=mgw#page3.tif

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697

Geoffrey S. Connor
Secretary of State



Office of the Secretary of State

**CERTIFICATE OF AMENDMENT
OF**

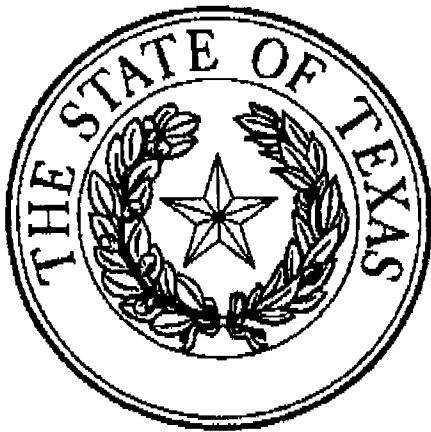
**Cookies By Design, Inc.
118239400**

[formerly: MGW GROUP, INC.]

The undersigned, as Secretary of State of Texas, hereby certifies that the attached Articles of amendment for the above named entity have been received in this office and have been found to conform to law.

ACCORDINGLY the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law hereby issues this Certificate of Amendment.

Dated: 12/16/2004
Effective: 01/01/2005



A handwritten signature in black ink, appearing to read "G. Connor".

Geoffrey S. Connor
Secretary of State

Phone: (512) 463-5555
Prepared by: Lisa Sartin

Come visit us on the internet at <http://www.sos.state.tx.us/>
Fax: (512) 463-5709

TTY: 7-1-1
Document: 77372770002

**TRADEMARK
REEL: 003004 FRAME: 0360**

ARTICLES OF AMENDMENT
TO THE
AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
MGW GROUP, INC.

FILED
in the Office of the
Secretary of State of Texas
DEC 16 2004
Corporations Section

MGW Group, Inc., a Texas corporation (the "Corporation"), acting pursuant to Article 4.04 of the Texas Business Corporation Act (the "Act"), does hereby execute these Articles of Amendment to the Amended and Restated Articles of Incorporation of the Corporation:

FIRST: Name. The name of the Corporation is MGW Group, Inc.

SECOND: Date of Adoption. The date of the adoption of the amendment by the sole shareholder of the Corporation is December 15, 2004.

THIRD: Amended Name. The following amendment (the "Amendment") to the Amended and Restated Articles of Incorporation of the Corporation changing the name of the Corporation was adopted by resolution of its sole shareholder:

Article I of the Amended and Restated Articles of Incorporation of the Corporation is hereby amended to read in its entirety as follows:

"ARTICLE I

The name of the Corporation is Cookies By Design, Inc."

FOURTH: Effective Date. The delayed effective date for the change of name of the Corporation is January 1, 2005, which is not more than ninety (90) days from the date of the filing of these Articles of Amendment with the Secretary of State.

FIFTH: Approval. The number of shares of the Corporation outstanding at the time of adoption of the Amendment was 11,000 and all 11,000 shares entitled to vote were voted in favor of the Amendment. The Amendment was approved in the manner required by the Act and the constituent documents of the Corporation.

[Signature Page to Follow]

Dated: December 15, 2004

MGW GROUP, INC.

By: *Mary Gwen Willhite-Gilliam*
(Mary Gwen Willhite-Gilliam,
Chief Executive Officer

DAL01:828630