

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT		
EFFECTIVE DATE:	12/20/2002		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Kraft Foods Holdings, Inc.		04/14/2005	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Farley's & Sathers Candy Company, Inc.		
Doing Business As:	DBA Farley's & Sathers Candy Company		
Street Address:	One Sather Plaza		
City:	Round Lake		
State/Country:	MINNESOTA		
Postal Code:	56167		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Registration Number:	1883077	BLACK RADBERRY	
Registration Number:	1837440		
Registration Number:	2066650	BLUE RADBERRY	
Registration Number:	1980687	GREEN TINGLEBERRY	
Registration Number:	1911624	RADBERRY	
Registration Number:	1819137		
Registration Number:	2066642	RED RADBERRY	
CORRESPONDENCE DATA			
Fax Number:	(305)377-8695		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	305-347-5290		
Email:	mail@barthet.com		

OP \$190.00 1883077

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TRADEMARK
REEL: 003076 FRAME: 0988

Correspondent Name: Alex Barthet
Address Line 1: 200 S. Biscayne Blvd.
Address Line 2: Suite 1800
Address Line 4: Miami, FLORIDA 33131

NAME OF SUBMITTER:	Alex Barthet
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Signature:	/ab/
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Date:	05/02/2005
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Total Attachments: 7
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NUNC PRO TUNC ASSIGNMENT

This NUNC PRO TUNC ASSIGNMENT is made this 14th day of April, 2005, but is effective as of December 20, 2002, by Kraft Foods Holdings, Inc., a Delaware corporation and having an address at Three Lakes Drive, Northfield, Illinois 60093, U.S.A. ("Assignor"), in favor of Farley's & Sathers Candy Company, Inc., a Delaware corporation and having an address at One Sather Plaza, Round Lake, Minnesota 56167, U.S.A ("Assignee").

WHEREAS, Assignor did, as of December 20, 2002, sell, assign and set over absolutely unto Assignee all of its rights (including, without limitation, all common law rights), title, interest and goodwill to certain trademarks which were part of the NOW & LATER group of United States trademarks pursuant to an Assignment, dated December 20, 2002, a copy of which is attached hereto and incorporated herein by this reference as Exhibit "A" (the "Assignment");

WHEREAS, the principals involved in the Assignment understood that there were several other United States trademarks that were part of the NOW & LATER group of trademarks that needed to be added to the Assignment and would be added at a later date nunc pro tunc;

WHEREAS, Assignor does hereby agree to execute and deliver this Nunc Pro Tunc Assignment for the purpose of assigning to Assignee the additional NOW & LATER United States trademarks included in Schedule "A" to this Nunc Pro Tunc Assignment (the "Trademarks");

WHEREAS, Assignee is desirous of acquiring all rights (including, but not limited to, all common law rights), title, and interest in and to the Trademarks;

NOW, THEREFORE, in consideration of the sum of \$1.00 and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, assigns, transfers and sets over to Assignee all rights, title, and interest as Assignor may possess in and to the Trademarks set forth in Schedule "A" hereto, together with the goodwill symbolized by said Trademarks, and any and all rights, title, and interest in and to said Trademarks anywhere in the world, and all other rights appurtenant thereto, including, but not limited to, all common law rights.

IN WITNESS WHEREOF, and intending to be legally bound hereby, the Assignor has caused this Nunc Pro Tunc Assignment to be signed and executed by its duly authorized officer the day and year first set forth above, but effective as of December 20, 2002.

[Remainder of page intentionally left blank; signature appears on next page.]

KRAFT FOODS HOLDINGS, INC.

By: Douglas W. Cherry
Name: Douglas W. Cherry
Title: Assistant Secretary

STATE OF Illinois)

COUNTY OF Cook) S.S.:

BEFORE ME, the undersigned authority, a Notary Public in and for said County and State, on this day personally appeared Douglas W. Cherry as Assistant Secretary of KRAFT FOODS HOLDINGS, INC., known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of such Corporation, and that he/she executed the same for and as the act of such Corporation for the purposes and consideration therein expressed and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this 14th day of April, 2005.

Susan Louise Schroeder
Notary Public



SCHEDULE A

UNITED STATES TRADEMARK REGISTRATIONS

Trademark	Owner	Registration Number	Registration Date
Black Radberry	Kraft Foods Holdings, Inc.	1883077	March 7, 1995
Blue Radberry (design only)	Kraft Foods Holdings, Inc.	1837440	May 24, 1994
Blue Radberry	Kraft Foods Holdings, Inc.	2066650	June 3, 1997
Green Tingleberry	Kraft Foods Holdings, Inc.	1980687	June 18, 1996
Radberry	Kraft Foods Holdings, Inc.	1911624	August 15, 1995
Red Radberry (design only)	Kraft Foods Holdings, Inc.	1819137	February 1, 1994
Red Radberry	Kraft Foods Holdings, Inc.	2066642	June 3, 1997

ASSIGNMENT

This Assignment (hereinafter referred to as "Assignment") is effective as of the 20th day of December, 2002, by and between Kraft Foods Holdings, Inc., a Delaware corporation, (hereinafter referred to as "Assignor") and Farley's & Sathers Candy Company, Inc., a Delaware corporation (hereinafter referred to as "Assignee");

WHEREAS, Assignor has adopted, used, is using, and is, to the best of its knowledge and belief, the owner of the trademark registrations listed in Schedule A, attached hereto and incorporated herein by this reference, and all other rights appurtenant thereto, including, but not limited to, all common law rights, trade name rights, causes of action, and the right to recover for past infringement (hereinafter collectively referred to as "Trademarks");

WHEREAS, Assignor has acquired goodwill associated with and symbolized by said Trademarks and has not abandoned the same;

WHEREAS, Assignee is desirous of acquiring all rights, title, and interest in and to the Trademarks; and

WHEREAS, Assignor is willing to assign to Assignee all rights, title, and interest as Assignor may possess in and to the Trademarks;

NOW, THEREFORE, for good and adequate consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns and sells to Assignee all rights, title, and interest as Assignor may possess in and to the Trademarks as set forth in Schedule A; together with the goodwill symbolized by said Trademarks.

Kraft Foods Holdings, Inc., Assignor
a Delaware corporation

Executed at Northfield, IL, this 17 day of December, 2002.

By: John F. Mowrer

Name: John F. Mowrer

Title: Vice President, Treasurer and Controller

STATE OF ILLINOIS

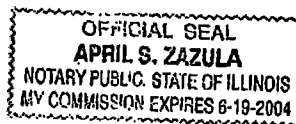
COUNTY OF COOK

} SS:

On December 17, 2002, before me, April S. Zazula, a Notary Public in and for said State, personally appeared John F. Mowrer, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand.

April S. Zazula



Farley's & Sathers Candy Company, Inc., Assignee
a Delaware corporation

Executed at FAIRFIELD, CT, this 18 day of DECEMBER, 2002.

By: 

Name: **Craig H. Sakin**
Title: **President**

STATE OF CONNECTICUT

COUNTY OF FAIRFIELD

} SS:

On DECEMBER 18, 2002, before me, JUDITH M. FOSTER, a Notary Public in and for said State, personally appeared CRAIG H. SAKIN, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand.



MY COMMISSION EXPIRES JUNE 30, 2006

SCHEDULE A

UNITED STATES TRADEMARK REGISTRATIONS

<u>Mark</u>	<u>Owner</u>	<u>Registration No.</u>	<u>Registration Date</u>
MIGHTY BITE	Kraft Foods Holdings, Inc.	1,997,772	September 3, 1996
NOW AND LATER	Kraft Foods Holdings, Inc.	1,674,426	February 4, 1992
NOW & LATER	Kraft Foods Holdings, Inc.	1,580,360	January 30, 1990
MISCELLANEOUS DESIGN	Kraft Foods Holdings, Inc.	785,717	February 23, 1965
INTENSE FRUIT CHEWS	Kraft Foods Holdings, Inc.	2,339,223	April 4, 2000