

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Brach's Confections Holding, Inc.		09/07/2005	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Barry Callebaut AG		
Street Address:	Seefeldquai 17		
City:	Zurich		
State/Country:	SWITZERLAND		
Postal Code:	8034		
Entity Type:	CORPORATION: SWITZERLAND		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	78443012	ORCHARD FRESH	
CORRESPONDENCE DATA			
Fax Number:	(212)354-8113		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(212) 819-8753		
Email:	trademarkdocket@whitecase.com		
Correspondent Name:	Meredith Schorr c/o White & Case LLP		
Address Line 1:	1155 Avenue of the Americas		
Address Line 4:	New York, NEW YORK 10036		
DOMESTIC REPRESENTATIVE			
Name:	White & Case LLP		
Address Line 1:	1155 Avenue of the Americas		
Address Line 4:	New York, NEW YORK 10036		
NAME OF SUBMITTER:	Meredith Schorr		

CH \$40.00 78443012

Signature:

/Meredith Schorr/

Date:

09/16/2005

Total Attachments: 3

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WHEREAS, Brach's Confections Holding, Inc., a corporation organized and existing under the laws of the State of Delaware in the United States of America and having its principal place of business at 19111 North Dallas Parkway, Suite 200, Dallas, Texas 75287, United States of America ("ASSIGNOR"), owns the entire right, title and interest in, to and under the trademark and trademark application on the attached Schedule.

WHEREAS, Barry Callebaut AG, a public company organized and existing under the laws of Switzerland and having its principal place of business at Seefeldquai 17, 8034 Zurich, Switzerland ("ASSIGNEE"), is desirous of acquiring the entire right, title and interest in, to and under the Trademark.

WHEREAS, ASSIGNOR hereby covenants and agrees that the ASSIGNOR has full right to convey the entire interest herein assigned, and that the ASSIGNOR has not executed, and will not execute, any agreement in conflict herewith.

NOW, THEREFORE, in consideration of good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, the ASSIGNOR assigns, transfers and sets over to ASSIGNEE, the entire right, title and interest in, to and under the Trademark, together with the goodwill of the business symbolized by the Trademark, and the registration.

IN TESTIMONY WHEREOF, ASSIGNOR has caused this Assignment to be duly executed by its duly authorized officer on the date set forth below.

BRACH'S CONFECTIONS HOLDING, INC.

By: Julie Danicls

Name: Julie Danicls

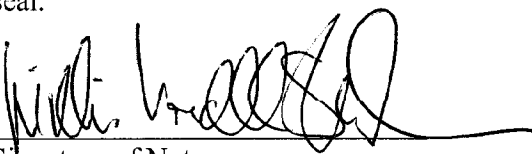
Title: Assistant Secretary

Date: September 7, 2005

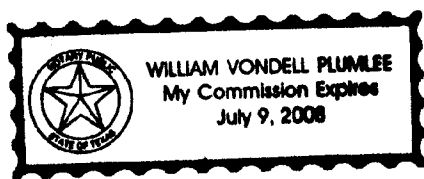
STATE OF Texas)
)ss:
COUNTY OF Dallas)

On this 7th day of September 2005 _____, before me the undersigned, a Notary Public for the Country of Dallas, personally appeared Julie Daniels, 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 she executed the same in her authorized capacity, and that by her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

Witness my hand and official seal.



Signature of Notary



SCHEDULE

TRADEMARK

SERIAL NUMBER

ORCHARD FRESH

78/443012

NEWYORK 5127805 (2K)

RECORDED: 09/16/2005

**TRADEMARK
REEL: 003160 FRAME: 0372**