

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Brach's Confections Holding, Inc.		09/21/2005	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Barry Callebaut AG		
<b>Street Address:</b>	West-Park Pfingstweidstrasse 60		
<b>City:</b>	Zurich		
<b>State/Country:</b>	SWITZERLAND		
<b>Postal Code:</b>	8005		
<b>Entity Type:</b>	CORPORATION: SWITZERLAND		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	78443008	ORCHARD FRUIT	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(212)354-8113		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	(212) 819-8200		
<b>Email:</b>	trademarkdocket@whitecase.com		
<b>Correspondent Name:</b>	Meredith Schorr c/o White & Case LLP		
<b>Address Line 1:</b>	1155 Avenue of the Americas		
<b>Address Line 4:</b>	New York, NEW YORK 10036		
<b>ATTORNEY DOCKET NUMBER:</b>	BCI104USA		
<b>DOMESTIC REPRESENTATIVE</b>			
<b>Name:</b>	White & Case LLP		
<b>Address Line 1:</b>	1155 Avenue of the Americas		
<b>Address Line 4:</b>	New York, NEW YORK 10036		

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NAME OF SUBMITTER:	Meredith Schorr
Signature:	/Meredith Schorr/
Date:	10/03/2005
Total Attachments: 3 source=orchard_#page1.tif source=orchard_#page2.tif source=orchard_#page3.tif	

## TRADEMARK ASSIGNMENT

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 West-Park Pfingstweidstrasse 60, 8005 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 Daniels

Name: Julie Daniels

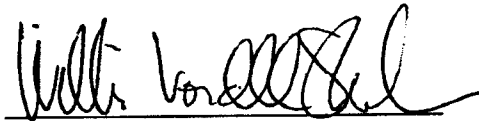
Title: Assistant Secretary

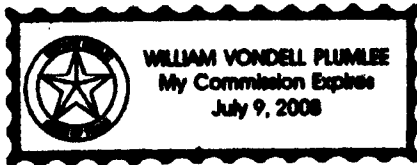
Date: September 21, 2005

STATE OF Texas )  
COUNTY OF Rockwall )ss:

On this 21<sup>st</sup> day of September 2005, before me the undersigned, a Notary Public for the Country of USA, 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**

ORCHARD FRUIT

**SERIAL NUMBER**

78/443008