

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	RELEASE BY SECURED PARTY

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
AGC-Candy, LLC		07/21/2006	LIMITED LIABILITY COMPANY: MARYLAND

**RECEIVING PARTY DATA**

<b>Name:</b>	R&R Operating Partnership, L.P.
<b>Street Address:</b>	1035 Mill Road
<b>City:</b>	Allentown
<b>State/Country:</b>	PENNSYLVANIA
<b>Postal Code:</b>	18106
<b>Entity Type:</b>	LIMITED PARTNERSHIP: PENNSYLVANIA

**PROPERTY NUMBERS Total: 13**

Property Type	Number	Word Mark
Serial Number:	71682777	LOLLYCONES
Serial Number:	72015441	BARTON'S
Serial Number:	72071797	AMERICANA
Serial Number:	74101083	ALMOND KISSES
Serial Number:	74382743	BARTONS BONBONNIERE
Serial Number:	74382800	BARTONETTES
Serial Number:	75379820	BONBONNIERE
Serial Number:	76321257	NEW YORKER
Serial Number:	76519875	BARTONS GEM CLASSICS
Serial Number:	76519876	BARTONS TOPPERS
Serial Number:	76519877	GEM CLASSICS
Serial Number:	76519878	BARTONS DESSERT CLASSICS
Serial Number:	76519879	DESSERT CLASSICS

CH \$340.00 71682777

CORRESPONDENCE DATA

Fax Number: (215)864-9744  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 215-864-8607  
Email: cramerp@ballardspahr.com  
Correspondent Name: Patricia G. Cramer  
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Address Line 4: Philadelphia, PENNSYLVANIA 19103

ATTORNEY DOCKET NUMBER:	884590
NAME OF SUBMITTER:	Patricia G. Cramer
Signature:	/patricia g. cramer/
Date:	07/21/2006

Total Attachments: 3  
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**TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**

This TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS ("Termination") is executed and delivered as of the 21st day of July, 2006 by AGC-Candy, LLC, a Maryland limited liability company (the "Secured Party"), to R&R Operating Partnership, L.P., a Pennsylvania limited partnership (the "Company").

**BACKGROUND**

A. June 12, 2006, the Company executed and delivered to the Secured Party a Security Agreement (the "Security Agreement").

B. Pursuant to the Security Agreement, the Company granted to the Secured Party a security interest in the trademarks set forth on Exhibit A attached hereto and made a part hereof (the "Security Interest").

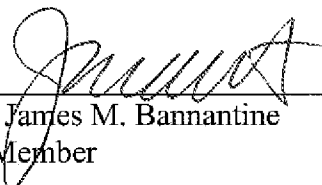
C. The Security Interest was recorded in the United States Patent and Trademark Office ("USPTO") at Reel/Frame 3325/0449.

NOW THEREFORE, with the foregoing Background incorporated by reference and intending to be legally bound hereby, the parties agree as follows:

1. The Secured Party terminates and releases all of its rights, title and interest in the trademarks set forth on Exhibit A.
2. The Company, or its designee, may record this Termination in the USPTO and in any other trademark offices as may necessary to carry out the intentions of this Termination.
3. The Secured Party agrees to execute and deliver such other documents as may be reasonably requested and prepared by the Company to carry out this Termination.

IN WITNESS WHEREOF, the Secured Party has executed and delivered this Termination as of the day and year first above written.

AGC-CANDY, LLC  
By: ACG Partners, LLC, its Manager

By:   
Name: James M. Bannantine  
Title: Member



United States Patent and Trademark Office

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## Trademark Assignment Details

**Reel/Frame:** [3325/0449](#)    **Received:** 06/12/2006    **Recorded:** 06/12/2006    **Pages:** 5  
**Attorney Dkt #:** 360482-3  
**Conveyance:** SECURITY INTEREST

## Total properties: 13

<b>1</b>	<b>Serial #:</b> <a href="#">71682777</a>	<b>Filing Dt:</b> 03/04/1955	<b>Reg #:</b> <a href="#">0625961</a>	<b>Reg. Dt:</b> 04/24/1956
	<b>Mark:</b> LOLLYCONES			
<b>2</b>	<b>Serial #:</b> <a href="#">72015441</a>	<b>Filing Dt:</b> 09/11/1956	<b>Reg #:</b> <a href="#">0669032</a>	<b>Reg. Dt:</b> 10/28/1958
	<b>Mark:</b> BARTON'S			
<b>3</b>	<b>Serial #:</b> <a href="#">72071797</a>	<b>Filing Dt:</b> 04/20/1959	<b>Reg #:</b> <a href="#">0690644</a>	<b>Reg. Dt:</b> 12/29/1959
	<b>Mark:</b> AMERICANA			
<b>4</b>	<b>Serial #:</b> <a href="#">74101083</a>	<b>Filing Dt:</b> 09/25/1990	<b>Reg #:</b> <a href="#">2014633</a>	<b>Reg. Dt:</b> 11/12/1996
	<b>Mark:</b> ALMOND KISSES			
<b>5</b>	<b>Serial #:</b> <a href="#">74382743</a>	<b>Filing Dt:</b> 04/21/1993	<b>Reg #:</b> <a href="#">1937678</a>	<b>Reg. Dt:</b> 11/28/1995
	<b>Mark:</b> BARTONS BONBONNIERE			
<b>6</b>	<b>Serial #:</b> <a href="#">74382800</a>	<b>Filing Dt:</b> 04/21/1993	<b>Reg #:</b> <a href="#">1844601</a>	<b>Reg. Dt:</b> 07/12/1994
	<b>Mark:</b> BARTONETTES			
<b>7</b>	<b>Serial #:</b> <a href="#">75379820</a>	<b>Filing Dt:</b> 10/27/1997	<b>Reg #:</b> <a href="#">2195935</a>	<b>Reg. Dt:</b> 10/13/1998
	<b>Mark:</b> BONBONNIERE			
<b>8</b>	<b>Serial #:</b> <a href="#">76321257</a>	<b>Filing Dt:</b> 10/04/2001	<b>Reg #:</b> <a href="#">2971212</a>	<b>Reg. Dt:</b> 07/19/2005
	<b>Mark:</b> NEW YORKER			
<b>9</b>	<b>Serial #:</b> <a href="#">76519875</a>	<b>Filing Dt:</b> 06/05/2003	<b>Reg #:</b> <a href="#">2971944</a>	<b>Reg. Dt:</b> 07/19/2005
	<b>Mark:</b> BARTONS GEM CLASSICS			
<b>10</b>	<b>Serial #:</b> <a href="#">76519876</a>	<b>Filing Dt:</b> 06/05/2003	<b>Reg #:</b> <a href="#">2921299</a>	<b>Reg. Dt:</b> 01/25/2005
	<b>Mark:</b> BARTONS TOPPERS			
<b>11</b>	<b>Serial #:</b> <a href="#">76519877</a>	<b>Filing Dt:</b> 06/05/2003	<b>Reg #:</b> <a href="#">2921300</a>	<b>Reg. Dt:</b> 01/25/2005
	<b>Mark:</b> GEM CLASSICS			
<b>12</b>	<b>Serial #:</b> <a href="#">76519878</a>	<b>Filing Dt:</b> 06/05/2003	<b>Reg #:</b> <a href="#">2923935</a>	<b>Reg. Dt:</b> 02/01/2005
	<b>Mark:</b> BARTONS DESSERT CLASSICS			
<b>13</b>	<b>Serial #:</b> <a href="#">76519879</a>	<b>Filing Dt:</b> 06/05/2003	<b>Reg #:</b> <a href="#">2952677</a>	<b>Reg. Dt:</b> 05/17/2005
	<b>Mark:</b> DESSERT CLASSICS			

## Assignor

1 R&amp;R OPERATING PARTNERSHIP, L.P.

Exec Dt: 06/12/2006

Entity Type: LIMITED  
PARTNERSHIP

Citizenship: PENNSYLVANIA

**Assignee**

**1** ACG-CANDY, LLC  
C/O ATLANTIC CAPITAL GROUP, 23 WALKER AVENUE  
BALTIMORE, MARYLAND 21208

**Entity Type:** LIMITED LIABILITY  
COMPANY  
**Citizenship:** MARYLAND

**Correspondence name and address**

RYAN C. COMPTON, ESQ. - DLA PIPER ET AL  
1200 NINETEENTH STREET, NW  
WASHINGTON, DC 20036-2412

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