

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
Simply Delicious, Inc.		08/03/2006	CORPORATION: NORTH CAROLINA
RECEIVING PARTY DATA			
Name:	The Wizard's Cauldron, Ltd.		
Street Address:	878 Firetower Road		
City:	Yanceyville		
State/Country:	NORTH CAROLINA		
Postal Code:	27379		
Entity Type:	CORPORATION: NORTH CAROLINA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1638021	SIMPLY DELICIOUS	
CORRESPONDENCE DATA			
Fax Number:	(704)444-8875		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(704) 343-2209		
Email:	john.harri@hmw.com		
Correspondent Name:	John Harris		
Address Line 1:	201 North Tryon Street, 30th Floor		
Address Line 4:	Charlotte, NORTH CAROLINA 28202		
ATTORNEY DOCKET NUMBER:	5003111.000126		
NAME OF SUBMITTER:	Chris Nesbit		
Signature:	/Chris Nesbit/		
Date:	08/10/2006		

CH \$40.00 1638021

Total Attachments: 2

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

Simply Delicious, Inc.

- Individual(s) Association
 General Partnership Limited Partnership
 Corporation- State: North Carolina
 Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance)/Execution Date(s) :

Execution Date(s) August , 2006

- Assignment Merger
 Security Agreement Change of Name
 Other _____

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: The Wizard's Cauldron, Ltd.

Internal Address: _____

Street Address: 878 Firetower Road

City: Yanceyville

State: North Carolina

Country: Caswell Zip: 27379

- Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship North Carolina
 Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)
1,638,021

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: John Harris

Internal Address: Helms, Mullis & Wicker, PLLC

Street Address: Post Office Box 31247

City: Charlotte

State: NC Zip: 28202

Phone Number: (704) 343-2209

Fax Number: (704) 444-8875

Email Address: john.harris@hmv.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00

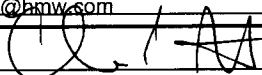
- Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____
Authorized User Name _____

9. Signature:



Signature

August , 2006

Date

Chris Nesbit

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 2

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

ASSIGNMENT OF TRADEMARK

WHEREAS, **SIMPLY DELICIOUS, INC.**, a North Carolina corporation ("Assignor") is the sole owner of Trademark Registration No. 1,638,021 for the trademark "SIMPLY DELICIOUS" (the "Mark"); and

WHEREAS, Assignor has agreed to assign to **THE WIZARD'S CAULDRON, LTD.**, a North Carolina corporation ("Assignee") substantially all of the business and goodwill to which the Mark pertains; and

WHEREAS, Assignor desires to make such assignment to Assignee.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor, does hereby transfer and assign to Assignee, and Assignee hereby accepts the transfer and assignment of, all of Assignor's worldwide right, title and interest in, and under the Mark, together with the goodwill of the business associated therewith and which is symbolized thereby, all rights to sue for infringement of any Mark, whether arising prior to or subsequent to the date of this Assignment of Trademark, and any and all renewals and extensions thereof that may hereafter be secured under the laws now or hereafter in effect in the United States, Canada and in any other jurisdiction, the same to be held and enjoyed by the said Assignee, its successors and assigns from and after the date hereof as fully and entirely as the same would have been held and enjoyed by the said Assignor had this Assignment of Trademark not been made.

Except to the extent that federal law preempts state law with respect to the matters covered hereby, this Assignment of Trademark shall be governed by and construed in accordance with the laws of the State of North Carolina without giving effect to the principles of conflicts of laws thereof.

IN WITNESS WHEREOF, the parties have executed this Assignment of Trademark as of August 3, 2006.

THE WIZARD'S CAULDRON, LTD.

By: 

John Troy, CEO

SIMPLY DELICIOUS, INC.

By: 

John Troy, President