

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Martin Cherry		09/18/2006	INDIVIDUAL:

RECEIVING PARTY DATA

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

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Registration Number:	0625961	LOLLYCONES
Registration Number:	0669032	BARTON'S
Registration Number:	0690644	AMERICANA
Registration Number:	2014633	ALMOND KISSES
Registration Number:	1937678	BARTONS BONBONNIERE
Registration Number:	1844601	BARTONETTES
Registration Number:	2195935	BONBONNIERE
Registration Number:	2971212	NEW YORKER
Registration Number:	2971944	BARTONS GEM CLASSICS
Registration Number:	2921299	BARTONS TOPPERS
Registration Number:	2921300	GEM CLASSICS
Registration Number:	2923935	BARTONS DESSERT CLASSICS
Registration Number:	2952677	DESSERT CLASSICS

CORRESPONDENCE DATA

900058634

**TRADEMARK
 REEL: 003395 FRAME: 0993**

CH \$340.00 0625961

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ATTORNEY DOCKET NUMBER:	113978/1 (RWS-0406)
NAME OF SUBMITTER:	Robert W. Smith
Signature:	/robertwsmith/
Date:	09/22/2006

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 18 day of September, 2006 by Martin Cherry, an individual (the "Secured Party"), to R&R Operating Partnership, L.P., a Pennsylvania limited partnership (the "Company").

BACKGROUND

A. July 20, 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 3352/0736.

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 be 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, or its designee, to carry out the intentions of this Termination.

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



Martin Cherry