

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Switzer Candy Company		09/29/2006	CORPORATION: GEORGIA
RECEIVING PARTY DATA			
Name:	HERSHEY CHOCOLATE & CONFECTIONERY CORPORATION		
Street Address:	4860 ROBB ST STE 204		
City:	WHEAT RIDGE		
State/Country:	COLORADO		
Postal Code:	80033-2162		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1393452	SWITZER	
Serial Number:	78864422	SWITZER'S	
CORRESPONDENCE DATA			
Fax Number:	(717)534-7549		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	717-534-7911		
Email:	pllewellyn@kayescholer.com		
Correspondent Name:	HERSHEY CHOCOLATE & CONFECTIONERY CORPOR		
Address Line 1:	4860 ROBB ST STE 204		
Address Line 4:	WHEAT RIDGE, COLORADO 80033-2162		
ATTORNEY DOCKET NUMBER:	29985 0040 4168		
NAME OF SUBMITTER:	Paul C. Llewellyn		
Signature:	/paul c llewellyn/		
Date:	10/13/2006		

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Total Attachments: 4

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GRANT OF SECURITY INTEREST IN TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, SWITZER CANDY COMPANY, a Georgia corporation with a place of business at 27 North Gore Avenue, St. Louis, Missouri 63119 (the "Grantor") hereby grants to HERSHEY CHOCOLATE & CONFECTIONERY CORPORATION, a Delaware corporation with a place of business at 4860 Robb Street, Suite 204, Wheat Ridge, Colorado 80033 ("Hershey Chocolate) and to THE HERSHEY COMPANY, a Delaware corporation with an address at 100 Crystal A Drive, Hershey, Pennsylvania 17033 ("Hershey") (Hershey Chocolate and Hershey shall hereinafter be collectively referred to as the "Grantee") a security interest in all of the Grantor's right, title and interest in and to (i) those United States trademarks and service marks and those United States trademark and service mark registrations and applications for registration set forth on Schedule A attached hereto, and (ii) those foreign trademarks and service marks and those foreign trademark and service mark registrations and applications for registration set forth on Schedule B attached hereto; (iii) the trade dress associated with such trademarks and service marks; and (iv) the goodwill associated with such trademarks and service marks (collectively, the "Trademarks").

This Grant of Security Interest in Trademarks is made pursuant to that certain Confidential Settlement Agreement between Grantor and Grantee, dated of even date herewith (the "Settlement Agreement"), to secure the performance by Grantor of its obligations under such Settlement Agreement. In the event that any provisions of this Grant of Security Interest in Trademarks are deemed to conflict with the Settlement Agreement, the provisions of the Settlement Agreement shall govern.

IN WITNESS WHEREOF, the undersigned have executed this Grant of Security Interest in Trademarks as of the 29th day of September, 2006.

Grantor:
SWITZER CANDY COMPANY

By: Michael Switzer
Name: Michael Switzer
Title: CEO

Grantee:
HERSHEY CHOCOLATE &
CONFECTIONERY CORPORATION

By: Louis B. Dugnette
Name: Louis B. Dugnette
Title: Assistant Secretary

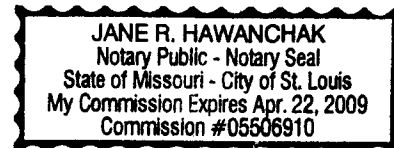
THE HERSHEY COMPANY

By: Susan M. Angele
Name: Susan M. Angele
Title: Vice President, Deputy General Counsel

STATE OF MISSOURI)
CITY) ss.:
COUNTY OF ST. LOUIS)

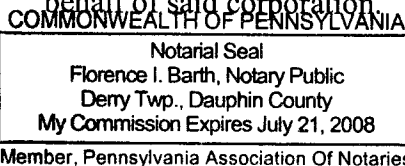
On ~~September~~ ^{October} 5, 2006, before me personally came Michael G. Switzer, to me known, by me duly sworn, did depose and say: that deponent is the Chief Executive Officer of Switzer Candy Company and an authorized representative of Switzer Candy Company, the corporation which executed the foregoing Grant of Security Interest in Trademarks; and that deponent was authorized to sign the Grant of Security Interest in Trademarks on behalf of said corporation.

Jane R. Hawanchak
Notary Public



COMMONWEALTH OF PENNSYLVANIA)
) ss.:
COUNTY OF DAUPHIN)

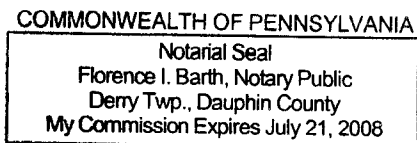
On September 29, 2006, before me personally came Susan M. Angele, to me known, by me duly sworn, did depose and say: that deponent is the Vice President, Deputy General Counsel and Chief Governance Officer of The Hershey Company and an authorized representative of The Hershey Company, the corporation which executed the foregoing Grant of Security Interest in Trademarks; and that deponent was authorized to sign the Grant of Security Interest in Trademarks on behalf of said corporation.



Florence I. Barth
Notary Public

COMMONWEALTH OF PENNSYLVANIA)
) ss.:
COUNTY OF DAUPHIN)

On September 29, 2006, before me personally came Lois B. Duquette, to me known, by me duly sworn, did depose and say: that deponent is the Assistant Secretary of Hershey Chocolate & Confectionery Corporation and an authorized representative of Hershey Chocolate & Confectionery Corporation, the corporation which executed the foregoing Grant of Security Interest in Trademarks; and that deponent was authorized to sign the Grant of Security Interest in Trademarks on behalf of said corporation.



Florence I. Barth
Notary Public

Schedule A to Grant of Security Interest in Trademarks

SWITZER

- United States Trademark Registration No. 1393452
- United States Common Law Rights

SWITZER'S

- United States Trademark Application Serial No. 78864422 and any registration resulting therefrom.
- United States Common Law Rights

Schedule B to Grant of Security Interest in Trademarks

Mark: SWITZER

<u>Country</u>	<u>Registration Number</u>
Canada	411978
New Zealand	273526
Belarus	676027
Switzerland	676027
China	676027
Czech Republic	676027
Egypt	676027
Hungary	676027
Poland	676027
Romania	676027
Russian Federation	676027
Slovakia	676027
Ukraine	676027

To be supplemented upon the adoption by Grantor of any trademarks outside the United States that incorporate SWITZER or SWITZER'S or any word or term confusingly similar thereto.