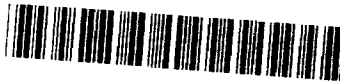


11-22-2006

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/30/2008)



U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

REC- 103368991
TRADEMARKS ONLINE

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

11/21/06

1. Name of conveying party(ies):

General Electric Capital Corporation

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

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

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

Execution Date(s) November 15, 2006

- Assignment Merger
- Security Agreement Change of Name
- Other Partial Termination and Release

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Farley's & Sathers Candy Company, Inc.

Internal

Address: _____

Street Address: c/o Latham & Watkins LLP, 555 11th St

City: NW, Washington, DC

State: _____

Country: US Zip: 20004-1304

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship US
- 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)

Registration No. 0788229 and Registration No. 1629341

Additional sheet(s) attached? Yes No

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

Release of security interest in SMARTIES (Serial Nos. 72189766 and 74037895)

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

Name: Felicia Lester

Internal Address: _____

Street Address: Latham & Watkins LLP, 555 Eleventh St.,

NW, Suite 1000

City: Washington, CD

State: _____ Zip: 20004-1304

Phone Number: (202) 637-3306

Fax Number: (202) 637-2201

Email Address: felicia.lester@lw.com

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$65.00

- 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

Felicia Lester

Name of Person Signing

November 21, 2006

Date

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

3

11/22/2006 DEBYNE

00000109 0788229

01 FC:8521
02 FC:8522

40-00-00
25-00-00

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

ASSIGNMENTS DIV
NOV 21 2006
90:4:14
12 NOV 2006

TRADEMARK
REEL: 003473 FRAME: 0929

**PARTIAL TERMINATION AND RELEASE OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

THIS PARTIAL TERMINATION AND RELEASE dated as of November 15, 2006, from General Electric Capital Corporation ("GE Capital"), as administrative agent and collateral agent (in such capacity, the "Administrative Agent"), for the Lenders (as defined in the Credit Agreement referred to below) to Farley's & Sathers Candy Company, Inc. (the "Grantor").

WITNESSETH:

WHEREAS, pursuant to a Trademark Security Agreement dated as of March 24, 2006 in favor of GE Capital (the "Collateral Agreement"), a security interest (the "Security Interest") was granted by the Grantor to GE Capital in the Trademark Collateral (as defined in the Collateral Agreement);

WHEREAS, the Collateral Agreement was recorded in the United States Patent and Trademark Office, at Reel 003277 Frames 0353-0375; and

WHEREAS, the Agent now desires to terminate and release the entirety of its Security Interest in a portion of the Trademark Collateral listed in the Collateral Agreement ("Released Trademark Collateral");

NOW, THEREFORE, for good and valuable consideration including the satisfaction of all obligations, indebtedness and liabilities secured by the Released Trademark Collateral pursuant to the Collateral Agreement, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Partial Termination and Release, GE Capital hereby states as follows:

1. Definitions. The term "Released Trademark Collateral," as used herein, shall mean all of the Grantors' right, title and interest of every kind and nature as of the date hereof in the trademark SMARTIES (U.S. Trademark Registration Number 0788229; Serial Number 72189766) and the trademark SMARTIES (U.S. Trademark Registration Number 1629341; Serial Number 74037895), all goodwill or licenses associated therewith and all proceeds of the foregoing.

2. Release of Security Interest. GE Capital hereby terminates, releases and discharges its Security Interest in the Released Trademark Collateral, and any right, title or interest of GE Capital in such Released Trademark Collateral shall hereby cease and become void. The Collateral Agreement shall continue in full force and effect as to all other Trademark Collateral covered therein.


3. Further Assurances. The Administrative Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other assignments reasonably necessary to effect the release of the Security Interest in the Released Trademark Collateral contemplated hereby.

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IN WITNESS WHEREOF, the undersigned has executed this Partial Termination and Release by its duly authorized officer as of the date first above written.

GENERAL ELECTRIC CAPITAL CORPORATION as collateral agent

By: 
Name: Inoki A. Suarez

His Duly Authorized Signatory