

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Release of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
The Bank of New York		08/07/2007	Banking Corporation: NEW YORK
RECEIVING PARTY DATA			
Name:	Pretzelmaker Franchising, LLC		
Street Address:	2855 E. Cottonwood Parkway		
City:	Salt Lake City		
State/Country:	UTAH		
Postal Code:	84121		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	1818250	PRETZELMAKER WORLD'S BEST SOFT PRETZEL	
Registration Number:	2017894	TIED TO BE FIT	
Registration Number:	2103010	HOWLIN' JALAPENO	
Registration Number:	2105000	CINNFULLY DELICIOUS	
Registration Number:	2858980	SERVING THE WORLD A PRETZEL AND A SMILE	
Registration Number:	2883057	WRAPZEL	
Registration Number:	2935161	PRETZELMAKER	
Registration Number:	2938148	PRETZELMAKER	
CORRESPONDENCE DATA			
Fax Number:	(917)777-2962		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	212 735 2962		
Email:	ssinha@skadden.com		
Correspondent Name:	S. Anita Sinha		

CH \$215.00 1818250

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TRADEMARK
REEL: 003597 FRAME: 0480

Address Line 1:	4 Times Square
Address Line 4:	New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	013430/21
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NAME OF SUBMITTER:	S. Anita Sinha
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Signature:	/S. Anita Sinha/
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Date:	08/08/2007
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Total Attachments: 3 source=nyc7-1269122-1#page1.tif source=nyc7-1269122-1#page2.tif source=nyc7-1269122-1#page3.tif

RELEASE OF SECURITY INTEREST IN TRADEMARKS

This RELEASE OF SECURITY INTEREST IN TRADEMARKS is granted as of August 7, 2007 by and between The Bank of New York (the "Trustee"), a New York banking corporation, located at 101 Barclay Street, New York, New York 10286, as trustee under the Indenture dated as of March 16, 2004, among Mrs. Fields Famous Brands, LLC, Mrs. Fields Financing Company, Inc., and the Bank of New York, and Pretzelmaker Franchising, LLC ("Pretzelmaker"), a limited liability company organized under the laws of Delaware, located at 2855 E. Cottonwood Parkway, Salt Lake City, Utah 84121;

WHEREAS, pursuant to a Trademark Security Agreement dated as of March 16, 2004 ("Trademark Security Agreement"), Pretzelmaker granted a continuing security interest to the Trustee in all of its rights, title and interest in and to its trademarks and applications and registrations then existing and thereafter acquired, including, but not limited to, the list of said marks set forth in attached Schedule A. These trademarks are referred to collectively herein as "the Pretzelmaker Trademarks"; and

WHEREAS, with respect to the agreement of March 16, 2004 and any prior security agreements, the Trustee wishes to release and restore all rights, title and interests in and to the Pretzelmaker Trademarks to Pretzelmaker and to dissolve any and all liens, rights, interests and encumbrances respecting the Pretzelmaker Trademarks;

WHEREAS, the security agreement was recorded with the U.S. Patent and Trademark Office on March 19, 2004 at Reel 2816/Frame 0746 and on August 8, 2006 at Reel 3388/Frame 0001.

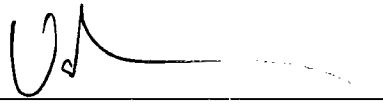
NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Trustee hereby waives, releases, restores, discharges, quit claims, relinquishes and abandons any and all rights, title and interests charged to it, liens, security interests, and any and all claims of liens or security interests and any other claim of encumbrances, rights, title, interests or goodwill, of any kind or nature whatsoever, in and to any of the Pretzelmaker Trademarks by the agreement dated March 16, 2004 and by any prior security agreements; and

This Release Of Security Interest In Trademarks shall be binding upon the Trustee and its successor and assigns.

This is a release only of the rights granted by Pretzelmaker to the Trustee. The continuing security interest granted to the Trustee by the other parties to the Trademark Security Agreement is not being released hereby and remains in effect.

IN WITNESS WHEREOF, the Trustee has executed this Release Of Security Interest In Trademarks as of the date above.


THE BANK OF NEW YORK

By: 

Name: Van K. Brown

Title: Vice President

SCHEDULE A

Reg. No./ App. No.	Mark	Goods/Services	Status
1,818,250		Retail pretzel store outlets featuring carry-out restaurant services (Class 42)	Registered
2,017,894	TIED TO BE FIT	Restaurant services featuring low-fat pretzels (Class 43)	Registered
2,103,010	HOWLIN' JALAPENO	Pretzels (Class 30)	Registered
2,105,000	CINNFULLY DELICIOUS	Pretzels (Class 30)	Registered
2,858,980	SERVING THE WORLD A PRETZEL AND A SMILE	Restaurant services (Class 43)	Registered
2,883,057	WRAPZEL	Stuffed pretzels (Class 30)	Registered
2,935,161	PRETZELMAKER	Pretzels (Class 30)	Registered
2,938,148	PRETZELMAKER	Restaurant services (Class 43)	Registered

Pretzelmaker Release of Marks
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