

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
Cookies by Design, Inc.		12/10/2007	CORPORATION: TEXAS

RECEIVING PARTY DATA	
Name:	Crumb Corps, LLC
Street Address:	1865 Summit Avenue, Suite 605
City:	Plano
State/Country:	TEXAS
Postal Code:	75074
Entity Type:	LIMITED LIABILITY COMPANY: TEXAS

PROPERTY NUMBERS Total: 20

Property Type	Number	Word Mark
Registration Number:	1882398	ORIGINAL COOKIE BOUQUET
Serial Number:	74481276	COOKIES BY DESIGN THE ORIGINAL COOKIE BOUQUET "THE SWEETEST BOUQUET IN TOWN" ESTABLISHED 1983
Serial Number:	76557793	COOKIES BY DESIGN
Serial Number:	78749774	COOKIES BY DESIGN
Serial Number:	76615452	COOKIES BY DESIGN THE ORIGINAL COOKIE BOUQUET COMPANY
Serial Number:	76615521	COOKIES BY DESIGN THE ORIGINAL COOKIE BOUQUET COMPANY
Serial Number:	76615451	COOKIES BY DESIGN THE ORIGINAL COOKIE BOUQUET COMPANY
Serial Number:	78749822	COOKIES BY DESIGN
Serial Number:	78164434	COOKIES MAKE THE SWEETEST GIFTS
Serial Number:	76435399	GIFTS THAT TASTE AS GOOD AS THEY LOOK
Serial Number:	78704299	HAVE YOUR CAKE AND COOKIE TOO
Serial Number:	78704441	HAVE YOUR CAKE AND EAT YOUR CANDLES TOO

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Serial Number:	78705983	JUST BECAUSE IT'S CALLED WORK DOESN'T MEAN IT CAN'T BE FUN TOO
Serial Number:	75811410	
Serial Number:	74478151	ORIGINAL COOKIE BOUQUET
Serial Number:	75133421	SAY IT WITH COOKIES
Serial Number:	76545124	TASTEFUL GREETINGS
Serial Number:	75021360	THE OFFICIAL COOKIE BOUQUET COOKIE SURVIVAL KIT
Serial Number:	75021359	THE OFFICIAL COOKIES BY DESIGN COOKIE SURVIVAL KIT
Serial Number:	74478781	THE ORIGINAL COOKIE BOUQUET ESTABLISHED 1983 "THE SWEETEST BOUQUET IN TOWN"

CORRESPONDENCE DATA

Fax Number: (214)978-3099
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 2149783064
Email: roxanne.edwards@bakernet.com
Correspondent Name: S. Roxanne Edwards
Address Line 1: 2001 Ross Avenue
Address Line 2: 2300 Trammell Crow Center
Address Line 4: Dallas, TEXAS 75201

ATTORNEY DOCKET NUMBER:	24208812.000002
NAME OF SUBMITTER:	Phyllis L. Dunham
Signature:	/PLD/
Date:	12/26/2007

Total Attachments: 8

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TRADEMARK ASSIGNMENT

This **TRADEMARK ASSIGNMENT** (this "Assignment") is effective this 10th day of DECEMBER, 2007 (the "Effective Date"), by and between Cookies by Design, Inc., a Texas corporation ("Assignor"), and Crumb Corps, LLC, a Texas limited liability company ("Assignee") (collectively, the "Parties").

WHEREAS, Assignor is the owner of the trademarks set forth in Schedule A attached hereto including the goodwill of the business related thereto (collectively, the "Trademarks");

WHEREAS, Assignor has the right and authority to transfer all of its right, title and interest in and to the Trademarks;

WHEREAS, pursuant to and identified in the Asset Purchase Agreement dated the 6th day of November, 2007, by and between Assignor and Assignee, and joined for certain limited purposes by Mary Gwen Willhite Gilliam, Designed Cookies, Inc., and Cookies by Design of Dallas, LLC, (the "Asset Purchase Agreement") Assignee is purchasing from Assignor, and Assignor is selling to Assignee, all of Assignor's trademarks, service marks, trade names, trade dress, logos and slogans, and other indicia of origin, and any and all registrations and applications for registration thereof, existing anywhere, including, without limitation, the Trademarks;

WHEREAS, Assignor wishes to assign and transfer to the Assignee, and Assignee wishes to receive and acquire from the Assignor, all of the Assignor's rights, title, and interest in and to the Trademarks, and the goodwill associated therewith; and

WHEREAS, the parties, intending to be legally bound, agree as follows:

NOW, THEREFORE, in exchange for good and valuable consideration set forth in the Asset Purchase Agreement, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign, sell, transfer and set over to Assignee, its successors, legal representatives and assigns, all of Assignor's right, title and interest in and to the Trademarks, together with all the goodwill associated with the Trademarks and goodwill of Assignor's business in connection with which the Trademarks have been used, any registrations and applications for the Trademarks, and all claims, if any, which may have arisen thereunder prior to the date of this Assignment, and the right to recover for damages and profits and all other remedies for past, present and future infringements of the Trademarks.

Assignor represents and warrants that Assignor has the authority and power to enter into this Assignment that the Assignor has the exclusive ownership in and to the Trademarks, and that the Trademarks are free of any liens, security interests, encumbrances or licenses. Assignor further represents and warrants that no rights or equity of any third party is prejudiced due to the use of the Trademarks and that there is no pending litigation or any other dispute arising from or relating to the Trademarks.

Assignor covenants that Assignee will, upon request, be provided promptly with all pertinent facts and documents relating to the Trademarks as may be known and accessible to Assignor and will testify as to the same in any office action, opposition or litigation related thereto and will promptly execute and deliver to Assignee or its legal representative any and all papers, instruments or affidavits required to apply for, obtain, maintain, issue and enforce the Trademarks.

Upon request of Assignee, at any time, Assignor shall promptly perform all reasonable acts, execute, acknowledge, deliver and/or cause to be delivered any letter of consent and any further assurances, instruments, affidavits, or documents, and provide any other assistance and cooperation as may be reasonably necessary or appropriate to cause a registration of the Trademarks for the full benefit of Assignee, to change ownership of the Trademarks and any registration and application for the Trademarks to Assignee, to perfect in Assignee full, sole and complete ownership in and to all rights, title and interest in and to the Trademarks and any registrations and applications therefor, and to fulfill all the terms and conditions of this Assignment.

This Assignment constitutes a complete and exclusive statement of the terms of the assignment and agreement between the parties with respect to its subject matter. This Assignment may not be amended except by a written document executed by the parties. A waiver of any term, condition or provision in this Assignment by either party shall be valid only if given in writing and only in the instance for which given and shall not be deemed continuing; further, any such waiver shall not be construed as a waiver of any other provision of this Assignment. Failure to exercise or assert any right or remedy shall not constitute a waiver of such right or remedy or of the same right or remedy in another case or of any other right or remedy.

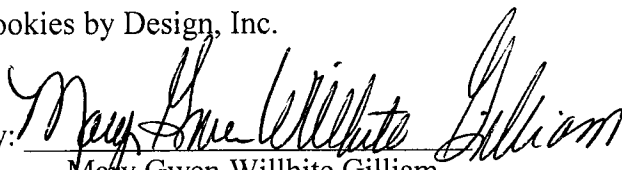
If a court of competent jurisdiction holds any provision of this Assignment invalid or unenforceable, the other provisions of this Assignment will remain in full force and effect. Any provision of this Assignment held invalid or unenforceable only in part or degree will remain in full force and effect to the extent not held invalid or unenforceable.

IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment to be executed as of the Effective Date.

ASSIGNOR

Cookies by Design, Inc.


By:


Mary Gwen Willhite Gilliam
President

ASSIGNEE

Crumb Corps, LLC

By:

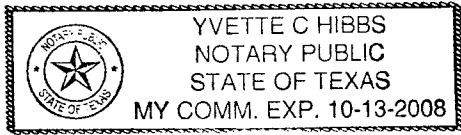

Marshall R. Fisco, Jr.
Vice President

ACKNOWLEDGMENT OF ASSIGNMENT

STATE OF TEXAS §
 §
COUNTY OF DALLAS §

The foregoing Trademark Assignment was executed and acknowledged before me this 10th day of December, 2007, by Mary Gwen Willhite Gilliam, personally known to me to be the President of Cookies by Design, Inc., who being duly sworn, deposed and stated that said instrument was signed on behalf of Cookies by Design, Inc., and that said instrument was signed for the purposes therein stated.

[Seal]



Yvette C. Hibbs

Notary Public, State of Texas

My commission expires:


10-13-2008

ACKNOWLEDGMENT OF ASSIGNMENT

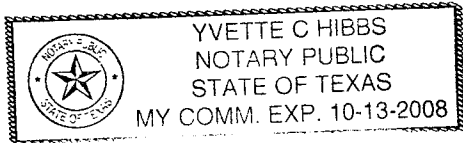
STATE OF TEXAS §
 §
COUNTY OF DALLAS §

The foregoing Trademark Assignment was executed and acknowledged before me this 10th day of December, 2007, by Marshall R. Fisco, Jr., personally known to me to be the Vice President of Crumb Corps, LLC, who being duly sworn, deposed and stated that said instrument was signed on behalf of Crumb Corps, LLC, and that said instrument was signed for the purposes therein stated.

[Seal]



Notary Public, State of Texas



My commission expires:

10-13-2008

SCHEDULE A

[SEE ATTACHED SCHEDULE OF U.S. MARKS]

SCHEDULE A

Trademark	Country	Status	Owner	App. No.	Filing Date	Reg. No.	Reg. Date	Renewal Date	Goods
COOKIES BY DESIGN (New Logo)	Florida	Registered	Cookies By Design, Inc.	N/A	20-Dec-2004	T05000000 075	14-Jan-2005	14-Jan-2015	
A SWEET BEGINNING TO THE HAPPILY EVER AFTER	USA	Registered	Cookies By Design, Inc.	78704577	31-Aug-2005	3212476	27-Feb-2007	27-Feb-2017	35 Int.: Retail store services in the field of cookies, balloons, specialty baskets, novelty containers, mugs, cookie greeting cards, coffee, soft drinks, greeting cards, candy, chocolates, and stuffed animals; mail order services and online ordering services in the field of cookies, balloons, specialty baskets, novelty containers, mugs and cookie greeting cards.
BECAUSE COOKIES ARE ALWAYS IN SEASON	USA	Registered	Cookies By Design, Inc.	75478955	04-May-1998	2303636	28-Dec-1999	28-Dec-2009	35 Int.: Retail store services in the field of cookies, cookie arrangements and gourmet cookies.
BOUSTRAY	USA	Registered	Cookies By Design, Inc.	78534092	16-Dec-2004	3276452	07-Aug-2007	07-Aug-2017	30 Int.: Bakery goods, cookies, and candy.
CANDIES BY DESIGN	USA	Allowed	Cookies By Design, Inc.	78654431	20-Jun-2005	N/A	N/A	N/A	45 Int.: Preparation of customized gift baskets with selected items regarding a particular occasion or theme.
CANDIES BY DESIGN	USA	Allowed	Cookies By Design, Inc.	78654332	20-Jun-2005	N/A	N/A	N/A	35 Int.: Retail store services in the field of cookies; balloons, specialty baskets, novelty containers, mugs, cookie greeting cards, coffee, soft drinks, greeting cards, candy, chocolates, and stuffed animals; mail order services and online ordering services and online ordering services in the field of cookies, balloons, specialty baskets, novelty containers, mugs and cookie greeting cards.
CANDIES BY DESIGN	USA	Allowed	Cookies By Design, Inc.	78654253	20-Jun-2005	N/A	N/A	N/A	30 Int.: Bakery goods, cookies, candy, gift baskets containing bakery goods, cookies, confectionery or candy.
COOKIE BOUQUET	USA	Registered	Cookies By Design, Inc.	74478152	10-Jan-1994	1994339	20-Aug-1996	20-Aug-2016	42 Int.: Retail store and mail order services in the field of cookies.
COOKIE BOUQUET & Design	USA	Registered	Cookies By Design, Inc.	76558562	27-Oct-2003	2896977	26-Oct-2004	26-Oct-2014	30 Int.: Cookies; 35 Int.: Retail store services, mail order services, and online ordering services, all in the field of cookies.
COOKIE BOUQUET (Class 30)	USA	Registered	Cookies By Design, Inc.	74478153	10-Jan-1994	1992298	13-Aug-1996	13-Aug-2016	30 Int.: Cookies
COOKIE BOUTRAY	USA	Registered	Cookies By Design, Inc.	76533229	15-Dec-2004	3276446	07-Aug-2007	07-Aug-2017	30 Int.: Bakery goods, cookies, and candy.
COOKIE COLLEGE	USA	Registered	Cookies By Design, Inc.	76860901	10-May-2006	3198958	16-Jan-2007	16-Jan-2017	41 Int.: Educational services, namely, conducting classes, workshops and training in the field of cookie baking and distributing course material in connection therewith.
COOKIE CRUMBS	USA	Registered	Cookies By Design, Inc.	75133420	12-Jul-1996	2094723	09-Sep-1997	09-Sep-2017	16 Int.: Newsletter in the field of retail store operations and services relating to cookies.
COOKIE CUT UPS	USA	Allowed	Cookies By Design, Inc.	76833735	09-Mar-2006	N/A	N/A	N/A	30 Int.: Bakery goods, cookies, candy, gift baskets containing bakery goods, cookies, or candy; 35 Int.: Retail store services in the field of cookies, balloons, specialty baskets, novelty containers, mugs, cookie greeting cards, coffee, soft drinks, greeting cards, candy, chocolates, and stuffed animals; mail order services and online ordering services in the field of cookies, balloons, specialty baskets, novelty containers, mugs and cookie greeting cards; 45 Int.: Preparation of customized gift baskets with selected items regarding a particular occasion or theme.
COOKIE DOUGH	USA	Registered	Cookies By Design, Inc.	75133408	12-Jul-1996	2103004	07-Oct-1997	07-Oct-2017	16 Int.: Newsletter in the field of retail store operations and services relating to cookies.
COOKIE KABOB	USA	Registered	Cookies By Design, Inc.	78833780	09-Mar-2006	3198718	16-Jan-2007	16-Jan-2017	30 Int.: Cookies.
COOKIE KUDOS	USA	Registered	Cookies By Design, Inc.	75571483	19-Oct-1998	2570550	21-May-2002	21-May-2012	35 Int.: Conducting incentive award programs to promote outstanding customer service by cookie shop franchisees.
COOKIEMAIL	USA	Allowed	Cookies By Design, Inc.	78570837	18-Feb-2005	N/A	N/A	N/A	35 Int.: Advertising and marketing services via e-mail in the field of cookies.
COOKIES BY DESIGN	USA	Registered	Cookies By Design, Inc.	74121646	07-Dec-1990	1728507	27-Oct-1992	27-Oct-2012	42 Int.: Retail store services in the field of cookies.
COOKIES BY DESIGN	USA	Registered	Cookies By Design, Inc.	74478053	10-Jan-1994	1892289	02-May-1995	02-May-2015	30 Int.: Cookies.
COOKIES BY DESIGN & Design	USA	Registered	Cookies By Design, Inc.	74481277	24-Jan-1994	2072928	24-Jun-1997	24-Jun-2007	30 Int.: Cookies.
COOKIES BY DESIGN & Design	USA	Registered	Cookies By Design, Inc.	74481276	24-Jan-1994	2072927	24-Jun-1997	24-Jun-2007	42 Int.: Retail store and mail order services in the field of cookies.

SCHEDULE A

Trademark	Country	Status	Owner	App. No.	Filing Date	Reg. No.	Reg. Date	Renewal Date	Goods
COOKIES BY DESIGN & Design	USA	Registered	Cookies By Design, Inc.	76557793	20-Oct-2003	2876955	24-Aug-2004	24-Aug-2014	30 Int.: Cookies; 35 Int.: Retail store services, mail order services and online retail services in the field of cookies.
COOKIES BY DESIGN & Design (Cabinet style signage)	USA	Registered	Cookies By Design, Inc.	76749774	08-Nov-2005	3236240	01-May-2007	01-May-2017	35 Int.: Retail store services in the field of cookies; balloons, specialty baskets, novelty containers, mugs, cookie greeting cards, coffee, soft drinks, greeting cards, candy, chocolates, and stuffed animals; mail order services and online ordering services in the field of cookies, balloons, specialty baskets, novelty containers, mugs and cookie greeting cards.
COOKIES BY DESIGN & Design (New Logo)	USA	Registered	Cookies By Design, Inc.	76615462	07-Oct-2004	3159524	17-Oct-2006	17-Oct-2016	35 Int.: Retail store services in the field of cookies; balloons, specialty baskets, novelty containers, mugs, cookie greeting cards, coffee, soft drinks, greeting cards, candy, chocolates and stuffed animals; mail order services and online ordering services in the field of cookies, balloons, specialty baskets, novelty containers, mugs and cookie greeting cards.
COOKIES BY DESIGN & Design (New Logo)	USA	Registered	Cookies By Design, Inc.	76615521	07-Oct-2004	3130382	15-Aug-2006	15-Aug-2016	45 Int.: Preparation of gift baskets with selected items regarding a particular occasion or theme.
COOKIES BY DESIGN & Design (New Logo)	USA	Registered	Cookies By Design, Inc.	76615451	07-Oct-2004	3159523	17-Oct-2006	17-Oct-2016	30 Int.: Cookies.
COOKIES BY DESIGN & Design (stylized-channel style)	USA	Registered	Cookies By Design, Inc.	76749822	08-Nov-2005	3236242	01-May-2007	01-May-2017	35 Int.: Retail store services in the field of cookies; balloons, specialty baskets, novelty containers, mugs, cookie greeting cards, coffee, soft drinks, greeting cards, candy, chocolates, and stuffed animals; mail order services and online ordering services in the field of cookies, balloons, specialty baskets, novelty containers, mugs and cookie greeting cards.
COOKIES MAKE THE SWEETEST GIFTS	USA	Registered	Cookies By Design, Inc.	76164434	16-Sep-2002	2811815	03-Feb-2004	03-Feb-2014	30 Int.: Cookies; 35 - Retail store and mail order services in the field of cookies.
GIFTS THAT TASTE AS GOOD AS THEY LOOK	USA	Registered	Cookies By Design, Inc.	76435399	29-Jul-2002	2798956	23-Dec-2003	23-Dec-2013	30 Int.: Cookies; 35 - Retail store services and mail order services featuring cookies.
HAVE YOUR CAKE AND COOKIE TOO	USA	Allowed	Cookies By Design, Inc.	76704299	31-Aug-2005	N/A	N/A	N/A	35 Int.: Retail store services in the field of cookies; balloons, specialty baskets, novelty containers, mugs, cookie greeting cards, coffee, soft drinks, greeting cards, candy, chocolates, and stuffed animals; mail order services and online ordering services in the field of cookies, balloons, specialty baskets, novelty containers, mugs and cookie greeting cards.
HAVE YOUR CAKE AND EAT YOUR CANDLES TOO	USA	Registered	Cookies By Design, Inc.	76704441	31-Aug-2005	3219539	20-Mar-2007	20-Mar-2017	35 Int.: Retail store services in the field of cookies; balloons, specialty baskets, novelty containers, mugs, cookie greeting cards, coffee, soft drinks, greeting cards, candy, chocolates, and stuffed animals; mail order services and online ordering services in the field of cookies, balloons, specialty baskets, novelty containers, mugs and cookie greeting cards.
JUST BECAUSE IT'S CALLED WORK DOESN'T MEAN IT CAN'T BE FUN TOO	USA	Registered	Cookies By Design, Inc.	76705983	02-Sep-2005	3126827	08-Aug-2006	08-Aug-2016	35 Int.: Retail store services in the field of cookies; balloons, specialty baskets, novelty containers, mugs, cookie greeting cards, coffee, soft drinks, greeting cards, candy, chocolates, and stuffed animals; mail order services and online ordering services in the field of cookies, balloons, specialty baskets, novelty containers, mugs and cookie greeting cards.
MISC. DESIGN (Bear Logo)	USA	Registered	Cookies By Design, Inc.	75811410	28-Sep-1999	2410432	05-Dec-2000	05-Dec-2010	35 Int.: Retail store and mail order services in the field of cookies.
ORIGINAL COOKIE BOUQUET	USA	Registered	Cookies By Design, Inc.	74478151	10-Jan-1994	1992297	13-Aug-1995	13-Aug-2016	42 Int.: Retail store and mail order services in the field of cookies.
ORIGINAL COOKIE BOUQUET	USA	Registered	Cookies By Design, Inc.	74477826	10-Jan-1994	1882398	07-Mar-1995	07-Mar-2015	30 Int.: Cookies.
SAY IT WITH COOKIES	USA	Registered	Cookies By Design, Inc.	75133421	12-Jul-1996	2108612	28-Oct-1997	28-Oct-2017	30 Int.: Cookies.
TASTEFUL GREETINGS	USA	Registered	Cookies By Design, Inc.	76545124	16-Sep-2003	2946603	03-May-2005	03-May-2015	16 Int.: Greeting cards containing cookies.

SCHEDULE A

Trademark	Country	Status	Owner	App. No.	Filing Date	Reg. No.	Reg. Date	Renewal Date	Goods
THE OFFICIAL COOKIE BOUQUET COOKIE SURVIVAL KIT & Design	USA	Registered	Cookies By Design, Inc.	75021360	17-Nov-1995	2122157	16-Dec-1997	16-Dec-2007	30 Int.: Cookies.
THE OFFICIAL COOKIES BY DESIGN COOKIE SURVIVAL KIT & Design	USA	Registered	Cookies By Design, Inc.	75021359	17-Nov-1995	2486614	11-Sep-2001	11-Sep-2011	30 Int.: Cookies.
THE ORIGINAL COOKIE BOUQUET	USA	Registered	Cookies By Design, Inc.	74478781	13-Jan-1994	2072925	24-Jun-1997	6/24/2007 (12/24/07 end of grace period)	30 Int.: Cookies.
THE ORIGINAL COOKIE BOUQUET	USA	Registered	Cookies By Design, Inc.	74478783	13-Jan-1994	2082709	29-Jul-1997	7/29/2007 (1/29/08 end of grace period)	42 Int.: Retail store and mail order services in the field of cookies.
ESTABLISHED 1983 THE SWEETEST BOUQUET IN TOWN & Design	USA	Registered	Cookies By Design, Inc.	75080785	17-Apr-1996	2069216	10-Jun-1997	6/10/2007 (12/10/2007 end of grace period)	30 Int.: Cookies.
THE SWEETEST BOUQUET IN TOWN	USA	Registered	Cookies By Design, Inc.	78704504	31-Aug-2005	3126784	08-Aug-2006	08-Aug-2016	35 Int.: Retail store services in the field of cookies, balloons, specialty baskets, novelty containers, mugs, cookie greeting cards, coffee, soft drinks, greeting cards, candy, chocolates, and stuffed animals; mail order services and online ordering services in the field of cookies, balloons, specialty baskets, novelty containers, mugs and cookie greeting cards.
THOUGHTFULNESS BY YOU DECORATED GOODNESS BY US	USA	Registered	Cookies By Design, Inc.						