

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
New England Confectionery Company		12/21/2007	CORPORATION: MASSACHUSETTS

RECEIVING PARTY DATA

Name:	New England Confectionery Company, Inc.
Street Address:	135 American Legion Highway
City:	Revere
State/Country:	MASSACHUSETTS
Postal Code:	02151
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 47

Property Type	Number	Word Mark
Registration Number:	0035212	PEACH BLOSSOMS
Registration Number:	0049239	NECCO SWEETS
Registration Number:	0049295	NECCO
Registration Number:	0070260	BOLSTERS
Registration Number:	0072494	CHASE
Registration Number:	0072495	CANADA
Registration Number:	0095225	MARY JANE
Registration Number:	0156027	BEAUTY HEARTS
Registration Number:	0178993	
Registration Number:	0355165	SKY BAR
Registration Number:	0431556	CANDY CUPBOARD
Registration Number:	0431557	LOVELL & COVEL CANDY CUPBOARD CHOCOLATES
Registration Number:	0525887	CANADA

CH \$1190.00 0035212

Registration Number:	0644513	V.I.P.
Registration Number:	0721683	NECCO
Registration Number:	0742731	SUNNY CHEWS
Registration Number:	1001117	CLARK
Registration Number:	1013629	DERAN
Registration Number:	1053706	MASTERPIECES
Registration Number:	1251252	NECCO OLD FASHIONED CANDY BUTTONS
Registration Number:	1343064	HAVILAND
Registration Number:	1382557	GUMMI GHOSTS
Registration Number:	1382579	MIGHTY MALTS
Registration Number:	1393466	MARY JANE
Registration Number:	1439372	
Registration Number:	1446663	BUNNY HOUSE
Registration Number:	1470821	HAVILAND
Registration Number:	1471545	BUSTER
Registration Number:	1551153	SWEETHEARTS
Registration Number:	1666867	CANDY RAISINS
Registration Number:	1776691	STARK
Registration Number:	2046613	MEGA MIGHTY MALTS
Registration Number:	2058251	GOOSE EGGS
Registration Number:	2097638	MIGHTY MINTS
Registration Number:	2101335	MIGHTY MALTS
Registration Number:	2172266	SWEETHEARTS
Registration Number:	2195932	CANDY HOUSE CANDY BUTTONS
Registration Number:	2201072	SWEET TALK
Registration Number:	2259589	SWEET TALK
Registration Number:	2455681	ULTRA
Registration Number:	2853275	NECCO
Registration Number:	2937572	SLAP STIX
Registration Number:	2940892	IMAGINATION CONFECTIONS
Registration Number:	2945264	BRINGING MAGIC TO CANDY
Registration Number:	2995871	IMAGINATION CONFECTIONS
Registration Number:	3127752	SWEETHEARTS
Registration Number:	3270829	SWEETHEARTS

CORRESPONDENCE DATA

Fax Number: (213)430-6407

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Email: gdurham@omm.com

Correspondent Name: Gina M. Durham, Esq.

Address Line 1: 400 South Hope Street

Address Line 2: O'Melveny & Myers LLP

Address Line 4: Los Angeles, CALIFORNIA 90071

NAME OF SUBMITTER:	Gina M. Durham
Signature:	/Gina M. Durham/
Date:	12/27/2007

Total Attachments: 7

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TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (“Assignment”) is made and entered into as of December 21, 2007 (the “**Effective Date**”), by and between, **NEW ENGLAND CONFECTIONERY COMPANY**, a Massachusetts corporation (“**Assignor**”), and **NEW ENGLAND CONFECTIONERY COMPANY, INC.**, a Delaware corporation (“**Assignee**”).

WHEREAS, in connection with the transactions contemplated by the Asset Purchase Agreement dated as of November 30, 2007 by and among Assignor, UIS, Inc., and Assignee, Assignor wishes to assign to Assignee, and Assignee wishes to accept from Assignor, the trademarks, trademark registrations and registration applications set forth on Schedule 1 attached hereto (collectively, the “**Assigned Trademarks**”).

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

Assignor hereby sells, assigns, and transfers to Assignee its entire right, title and interest in and to the Assigned Trademarks, together with the goodwill of the business associated with the Assigned Trademarks, all other corresponding rights secured under the laws of the United States and any foreign country and all claims for damages by reason of past, present or future infringement or other unauthorized use of the Assigned Trademarks, including the right to collect all proceeds and damages therefrom.

Assignor further agrees that should additional or further documentation of the assignment be required to protect, secure, vest and record good title to the Assigned Trademarks in Assignee, Assignor will, without further consideration, provide or execute such other information or documents as may be reasonably necessary upon Assignee’s reasonable request.

Assignor hereby authorizes and requests the Commissioner for Trademarks of the United States Patent and Trademark Office, and the corresponding entities or agencies in any applicable foreign countries, to record Assignee as the assignee and owner of the Assigned Trademarks registered in the corresponding jurisdiction.

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IN WITNESS WHEREOF, Assignor and Assignee execute this Assignment by their duly authorized representatives as of the Effective Date.

"ASSIGNOR"

**NEW ENGLAND CONFECTIONERY COMPANY, a
Massachusetts corporation**

By: Domenic M. Antonellis

Name: Domenic M. Antonellis

Title: President + CEO

"ASSIGNEE"

**NEW ENGLAND CONFECTIONERY COMPANY, INC., a
Delaware corporation**

By: _____

Name: _____

Title: _____

STATE OF MASSACHUSETTS
COUNTY OF SUFFOLK

)
) ss.
)

On this ___ day of _____, 2007, before me, the undersigned notary public, personally appeared DOMENIC M. ANTONELLIS (name of document signer), proved to me through satisfactory evidence of identification, which were DRIVER'S LICENSE, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that (he) (she) signed it voluntarily for its stated purpose.

(as partner for _____, a corporation)
(as PRESIDENT + CEO for NEW ENGLAND CONFECTIONERY COMPANY, a corporation)
(as attorney in fact for _____, the principal)
(as _____ for _____, (a) (the) _____)
[Signature] (official signature and seal of notary)

My commission expires

Emmanuel Lucas 9/18/09



Notary

Trademark Assignment

IN WITNESS WHEREOF, Assignor and Assignee execute this Assignment by their duly authorized representatives as of the Effective Date.

“ASSIGNOR”

NEW ENGLAND CONFECTIONERY COMPANY, a
Massachusetts corporation

By: _____

Name: _____

Title: _____

“ASSIGNEE”

NEW ENGLAND CONFECTIONERY COMPANY, INC., a
Delaware corporation

By: Jeffrey Anapolsky

Name: Jeffrey Anapolsky

Title: Treasurer

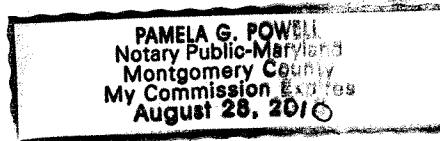
STATE OF Maryland)
)
COUNTY OF Montgomery) ss.

On this 19th day of December, 2007, before me, the undersigned notary public, personally appeared Jeffrey Anapolsky (name of document signer), proved to me through satisfactory evidence of identification, which were _____, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that (he) (she) signed it voluntarily for its stated purpose.

(as partner for _____, a corporation)
(as _____ for _____, a corporation)
(as attorney in fact for _____, the principal)
(as _____ for _____, (a) (the) _____)
Pamela Powell (official signature and seal of notary)

My commission expires

Pamela Powell



Notary

Trademark Assignment

TRADEMARK
REEL: 003685 FRAME: 0935

SCHEDULE 1
TRADEMARKS

Case No.	Cntry	Trademark	Status	Appln #:	Filing Date	Reg.	Reg. Date
NCS-0002	US	PEACH BLOSSOMS	REGISTERED	70/035212	11-Sep-1900	0035212	09-Oct-1900
NCS-0003	US	NECCO SWEETS AND Design	REGISTERED	71/005764	12-May-1905	0049239	30-Jan-1906
NCS-0004	US	NECCO	REGISTERED	71/005724	15-May-1905	0049295	30-Jan-1906
NCS-0005	US	BOLSTERS	REGISTERED	034481	30-Apr-1908	0070260	18-Aug-1908
NCS-0006	US	CHASE AND DESIGN	REGISTERED	036079	13-Jul-1908	0072494	26-Jan-1909
NCS-0007	US	CANADA, STYLIZED	REGISTERED	036080	13-Jul-1908	0072495	26-Jan-1909
NCS-0047	US	MARY JANE	REGISTERED	71/069682	09-Apr-1913	0095225	03-Feb-1914
NCS-0012	US	BEAUTY HEARTS	REGISTERED	71/154831	31-Oct-1921	0156027	13-Jun-1922
NCS-0046	US	DESIGN(LITTLE GIRL)	REGISTERED	71/162561	19-Apr-1922	0178993	05-Feb-1924
NCS-0001	US	SKY BAR	REGISTERED	71/398484	14-Oct-1937	0355165	08-Mar-1938
NCS-0020	US	CANDY CUPBOARD	REGISTERED	448735	18-Nov-1941	0431556	29-Jul-1947
NCS-0021	US	LOVELL AND COVEL CANDY CUPBOARD CHOCOLATES	REGISTERED	458077	21-Jan-1943	0431557	29-Jul-1947
NCS-0023	US	CANADA	REGISTERED	71/540443	07-Nov-1947	0525887	06-Jun-1950
NCS-0028	US	VIP	REGISTERED	71/687399	12-May-1955	0644513	23-Apr-1957
NCS-0034	US	NECCO	REGISTERED	72/112855	31-Jan-1961	0721683	19-Sep-1961
NCS-0045	US	SUNNY CHEWS	REGISTERED	72/138797	28-Feb-1962	0742731	25-Dec-1962
NCS-0091	US	CLARK	REGISTERED	73/011924	23-Jan-1974	1001117	07-Jan-1975
NCS-0059	US	DERAN	REGISTERED	73/013528	13-Feb-1974	1013629	17-Jun-1975
NCS-0036	US	MASTERPIECES	REGISTERED	73/085382	28-Apr-1976	1053706	30-Nov-1976
NCS-0037	US	OLD FASHIONED CANDY BUTTONS AND DESIGN	REGISTERED	73/275973	29-Aug-1980	1251252	13-Sep-1983
NCS-0060	US	HAVILAND AND DESIGN	REGISTERED	73/480981	18-May-1984	1343064	18-Jun-1985
NCS-0042	US	GUMMI GHOSTS	REGISTERED	73/490977	23-Jul-1984	1382557	11-Feb-1986
NCS-0061	US	MIGHTY MALTS	REGISTERED	73/545309	27-Jun-1985	1382579	11-Feb-1986
NCS-0041	US	MARY JANE AND DESIGN	REGISTERED	73/559725	23-Sep-1985	1393466	13-May-1986
NCS-0065	US	DESIGN(TWO LIONS-LOGO)	REGISTERED	73/607936	03-Jul-1986	1439372	12-May-1987
NCS-0063	US	BUNNY HOUSE	REGISTERED	73/577670	13-Jan-1986	1446663	07-Jul-1987
NCS-0064	US	HAVILAND	REGISTERED	73/607935	03-Jul-1986	1470821	29-Dec-1987
NCS-0062	US	BUSTER	REGISTERED	73/552449	08-Aug-1985	1471545	05-Jan-1988
NCS-0109	US	SWEETHEARTS	REGISTERED	73/709101	02-Feb-1988	1551153	08-Aug-1989
NCS-0048	US	CANDY RAISINS	REGISTERED	73/821246	24-Aug-1989	1666867	03-Dec-1991
NCS-0054	US	STARK	REGISTERED	74/328031	03-Nov-1992	1776691	15-Jun-1993
NCS-0066	US	MEGA MIGHTY MALTS	REGISTERED	74/716905	17-Aug-1995	2046613	18-Mar-1997
NCS-0067	US	GOOSE EGGS	REGISTERED	74/716888	17-Aug-1995	2058251	29-Apr-1997
NCS-0073	US	MIGHTY MINTS	REGISTERED	75/169457	20-Sep-1996	2097638	16-Sep-1997
NCS-0061A	US	MIGHTY MALTS	REGISTERED	75/166923	16-Sep-1996	2101335	30-Sep-1997
NCS-0071	US	SWEETHEARTS	REGISTERED	75/145525	05-Aug-1996	2172266	14-Jul-1998
NCS-0078	US	CANDY HOUSE CANDY BUTTONS	REGISTERED	75/378940	24-Oct-1997	2195932	13-Oct-1998
NCS-0083A	US	SWEET TALK	REGISTERED	75/268339	01-Apr-1997	2201072	03-Nov-1998
NCS-0083	US	SWEET TALK	REGISTERED	75/523918	22-Jul-1998	2259589	06-Jul-1999
NCS-0080	US	ULTRA	REGISTERED	75/397757	01-Dec-1997	2455681	29-May-2001
NCS-0094	US	NECCO AND DESIGN	REGISTERED	76/532076	14-Jul-2003	2853275	15-Jun-2004

Schedule 1 to
Trademark Assignment

TRADEMARK
REEL: 003685 FRAME: 0936

Case No.	Cntry	Trademark	Status	Appln #:	Filing Date	Reg.	Reg. Date
NCS-0079C	US	SLAP STIX	REGISTERED	76/583926	26-Mar-2004	2937572	05-Apr-2005
NCS-0114	US	IMAGINATION CONFECTIONS	REGISTERED	78/294381	29-Aug-2003	2940892	12-Apr-2005
NCS-0113	US	BRINGING MAGIC TO CANDY	REGISTERED	78/312328	10-Oct-2003	2945264	26-Apr-2005
NCS-0115	US	IMAGINATION CONFECTIONS	REGISTERED	78/298641	10-Sep-2003	2995871	13-Sep-2005
NCS-0071A	US	SWEETHEARTS	REGISTERED	78/447411	08-Jul-2004	3127752	08-Aug-2006
NCS-0071B	US	SWEETHEARTS	REGISTERED	76/666975	04-Oct-2006	3270829	31-Jul-2007
NCS-0038MA	MA	NECCO WAFERS	REGISTERED			53117	11-May-1977

Case No.	Cntry	Trademark	Status	Appln #:	Filing Date	Reg.	Reg. Date
NCS-0001CA	CA	SKY BAR	REGISTERED	314383	28-Jun-1968	TMA 165610	10-Oct-1969
NCS-0004CA	CA	NECCO	REGISTERED	1111410	01-Aug-2001	TMA 581150	09-May-2003
NCS-0047ACA	CANF	MARY JANE	REGISTERED	991060	23-May-1930	NFLD1060	23-May-1922
NCS-0047CA	CA	MARY JANE	REGISTERED	593484	15-Oct-1987	TMA 368099	27-Apr-1990
NCS-0083CA	CA	SWEET TALK	REGISTERED	839891	19-Mar-1997	TMA 514661	17-Aug-1999
NCS-0091CA	CA	CLARK	REGISTERED	367803	05-Sep-1973	TMA 237624	30-Nov-1979
NCS-0093CA	CA	CLARK	REGISTERED	315133	08-Aug-1968	TMA 231953	23-Feb-1979
	Mexico	BRINGING MAGIC TO CANDY				838455	18-Jun-2004
	Mexico	IMAGINATION CONFECTIONS				868091	23-Feb-2005
	Mexico	IMAGINATION CONFECTIONS				903931	19-Oct-2005
	Community Trademark	BRINGING MAGIC TO CANDY		003600781			26-Apr-2005
	Community Trademark	IMAGINATION CONFECTIONS		003598851			22-Jul-2005

NB1:730348.6

Schedule 1 to
Trademark Assignment

RECORDED: 12/27/2007

TRADEMARK
REEL: 003685 FRAME: 0937