

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	CORRECTIVE ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Corrective Assignment to correct the assignee company name to: Farley's & Sathers Candy Company, Inc. previously recorded on Reel 002610 Frame 0153. Assignor(s) hereby confirms the assignment of the entire interest and the goodwill.

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Kraft Foods North America, Inc. Kraft Foods Holdings, Inc.		02/15/2002	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Farley's & Sathers Candy Company, Inc.
<b>Street Address:</b>	One Sather Plaza, P.O. Box 28
<b>City:</b>	Round Lake
<b>State/Country:</b>	MINNESOTA
<b>Postal Code:</b>	56167
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	1044334	FARLEY'S

**CORRESPONDENCE DATA**

Fax Number: (612)332-9081  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 612-332-5300  
 Email: kanderson@merchantgould.com  
 Correspondent Name: Andrew S. Ehard  
 Address Line 1: P.O. Box 2910  
 Address Line 4: Minneapolis, MINNESOTA 55402-0910

<b>ATTORNEY DOCKET NUMBER:</b>	15428.73CA01
<b>NAME OF SUBMITTER:</b>	Attorney

OP \$40.00 1044334

Signature:	/Andrew S. Ehard/
Date:	03/04/2008
<b>Total Attachments: 9</b> source=15428.coversheet_20080304110943#page1.tif source=KFH to FS Assignment - Farleys#page1.tif source=KFH to FS Assignment - Farleys#page2.tif source=KFH to FS Assignment - Farleys#page3.tif source=KFH to FS Assignment - Farleys#page4.tif source=KFH to FS Assignment - Farleys#page5.tif source=KFH to FS Assignment - Farleys#page6.tif source=KFH to FS Assignment - Farleys#page7.tif source=KFH to FS Assignment - Farleys#page8.tif	

11-12-2002

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

RE



102277755

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

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Kraft Foods North America, Inc. Kraft Foods Holdings, Inc.

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other Delaware Corp.

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 02/15/2002

2. Name and address of receiving party(ies)

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

Internal Address:

Street Address: One Sather Plaza

City: Round Lake State: MN Zip: 56167

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State Delaware

Other

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) Additional name(s) & address(es) attached? Yes No

OFFICE OF PUBLIC RECORDS 2002 OCT 31 AM 8:57 FINANCE SECTION

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) 78036234

B. Trademark Registration No.(s) 2163563,

2082280, 0811444, 1041428,

Additional number(s) attached Yes No

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

Name: Paul Lester, Esq.

Internal Address:

Fieldstone Lester Shear & Denberg, LLP

Street Address: 201 Alhambra Circle

Suite 601

City: Miami State: FL Zip: 33134

6. Total number of applications and registrations involved: 67

7. Total fee (37 CFR 3.41).....\$ 1,690.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Alexander E. Barthet, Esq.

Name of Person Signing

Signature

10/31/02

Date

Total number of pages including cover sheet, attachments, and document: 10

11/12/2002 670N11 00000018 78036234

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01 FC:8521 02 FC:8522

40.00 OP 1650.00 OP

TRADEMARK REEL: 003731 FRAME: 0223

## ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT OF TRADEMARKS (this "Assignment") is made as of this 15th day of February, 2002, by and between Kraft Foods Holdings, Inc., a Delaware corporation, whose principal address is Three Lakes Drive, Northfield, Illinois, 60093 (hereinafter, "Assignor") and Farley's and Sathers Candy Company, Inc. (f/k/a FS Acquisition Corp.), a Delaware corporation, whose principal place of business is 7 Greenwich Office Park, Suite 200, Greenwich, Connecticut, 06830 (hereinafter "Assignee").

### WITNESSETH:

WHEREAS, Assignor is the owner of the trademark applications and registrations listed in Schedule A, attached hereto and incorporated herein by this reference, and all other rights appurtenant thereto, including, but not limited to, all common law rights, trade name rights, causes of action, and the right to recover for past infringement (hereinafter collectively referred to as the "Trademarks"); and

WHEREAS, Assignor desires to assign to Assignee, and Assignee desires to acquire from Assignor, all of Assignor's right, title and interest in and to the Trademarks, together with the goodwill of the business associated with and which is symbolized by the Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and pursuant to the Asset Purchase Agreement dated as of December 7, 2001, among Assignor, Kraft Foods North America, Inc. and Assignee, as amended by Amendment No. 1, dated as of February 15, 2002, Assignor does hereby sell, assign, transfer and convey to Assignee all of Assignor's right, title and interest in and to the Trademarks, together with the goodwill of the business associated with and which is symbolized by the Trademarks.

Assignor hereby authorizes and requests the Commissioner of Trademarks to record Assignee as the owner of the entire right, title and interest in and to the Trademarks, for the sole use and enjoyment of Assignee, its successors, assigns or other legal representatives.

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IN WITNESS WHEREOF, Assignor has caused this Assignment of Trademarks to be executed as of the day and year first written above.

**KRAFT FOODS HOLDINGS, INC.**

By: *Susan M. Angele*  
Name: Susan M. Angele  
Title: Assistant Secretary

**FARLEY'S & SATHERS CANDY  
COMPANY, INC.**

By: \_\_\_\_\_  
Name:  
Title:

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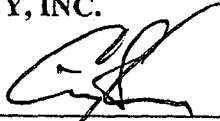
12

IN WITNESS WHEREOF, Assignor has caused this Assignment of Trademarks to be executed as of the day and year first written above.

**KRAFT FOODS HOLDINGS, INC.**

By: \_\_\_\_\_  
Name:  
Title:

**FARLEY'S & SATHERS CANDY  
COMPANY, INC.**

By:   
Name: Craig H. Sakin  
Title: President

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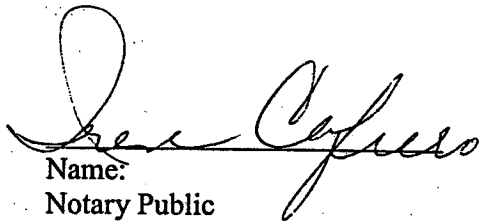
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STATE OF New Jersey  
COUNTY OF Hudson ) ss.:

BEFORE ME, the undersigned authority, a Notary Public in and for said County and State, on this day personally appeared Susan Angelo, the ~~Assistant Secretary~~ of Kraft Foods Holdings, Inc., known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of such Corporation, and that he executed the same for and as the act of such Corporation for the purposes and consideration therein expressed and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this 15 day of February, 2002.

NOTARY PUBLIC-NEW JERSEY  
IRENE CAFFERO  
COUNTY OF HUDSON  
My Commission Expires January 26, 2004

  
Name:  
Notary Public

STATE OF Connecticut )  
 ) ss.:  
COUNTY OF Fairfield )

BEFORE ME, the undersigned authority, a Notary Public in and for said County and State, on this day personally appeared Craig Sabin, the President of Farley's & Sathers Candy Company, Inc., known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of such Corporation, and that he executed the same for and as the act of such Corporation for the purposes and consideration therein expressed and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this 15<sup>th</sup> day of February, 2002.

Judith M. Foster  
Name: JUDITH M. FOSTER  
Notary Public

MY COMMISSION EXPIRES JUNE 30, 2002



## Schedule A

COUNTRY	TRADEMARK	REG. NO.
ARGENTINA	FARLEY	1,396,129
ARGENTINA	FARLEY'S (DEVICE)	1,396,130
AUSTRALIA	FARLEY'S	B591,179
BAHRAIN	FARLEY'S	TM15594
BRAZIL	FARLEY'S	816215375
CANADA	COUNTRY TRAIL	376869
CANADA	DAE JULIE	438175
CANADA	KIDDIE MIX	403106
CANADA	RED HOT METEORS	437534
CANADA	SATHERS	390991
CANADA	SHIMEREES	387169
CANADA	SNIPPITS	390942
CANADA	SONIC BOOM	477663
CANADA	TANG-A-ROOS	399355
CANADA	YUMMY GUMMIES	457707
CHILE	FARLEY'S	394,429
COLOMBIA	FARLEY'S	171,219
COSTA RICA	FARLEY'S	96435
CTM	FARLEY'S	146,563
ECUADOR	FARLEY'S	63099
EL SALVADOR	FARLEY'S	00223
GUATEMALA	FARLEY'S	90326
HONDURAS	FARLEY'S	63016
HONDURAS	FARLEY'S	63008
ISRAEL	FARLEY'S	95158
JAMAICA	FARLEY'S	30,340
JAPAN	FARLEY'S	2511748
JORDAN	FARLEY'S	31266
KOREA	FARLEY'S	220,125
KOREA	CHOC-O-BUTTONS	283,433
KUWAIT	FARLEY'S	24194
LEBANON	FARLEY'S	58938
LITHUANIA	FARLEY'S	26287
MEXICO	CHOC-O-BUTTONS	431434
MEXICO	CHOC-O-PEANUTS	469734
MEXICO	COLORS	423775
MEXICO	FARLEY'S	421710
MEXICO	FARLEY'S CALIFORNIA MIX	455758
MEXICO	FARLEY'S DYNAMIC MIX	465531
MEXICO	FARLEY'S ENERGIZER MIX	465532
MEXICO	RED HOT METEORS	455750
MEXICO	SATHERS	436612
MEXICO	SATHERS	436611
MEXICO	SNIPPITS	386378
MEXICO	SONIC BOOM	481824
MEXICO	SUPER TWIST	503564
MEXICO	TANG-A-ROOS	386370
NEW ZEALAND	FARLEY'S	B201776
OMAN	FARLEY'S	7619*
PANAMA	FARLEY'S	61324
PHILIPPINES	FARLEY'S STYLIZED	64159
POLAND	FARLEY'S	Z165611*
QATAR	FARLEY'S	10159
ROMANIA	FARLEY'S	30334

COUNTRY	TRADEMARK	REG. NO.
UNITED STATES OF AMERICA	SNIPPITS	1436590
UNITED STATES OF AMERICA	SONIC BOOM	1874795
UNITED STATES OF AMERICA	SONIC BOOM POPS	2134852
UNITED STATES OF AMERICA	STOVE DESIGN	1199761
UNITED STATES OF AMERICA	SWEET CHOICE	1608414
UNITED STATES OF AMERICA	TARTINES	0847103
UNITED STATES OF AMERICA	TASTE T SWEET (AND DESIGN)	1299752
UNITED STATES OF AMERICA	THE NATIONAL VALUE LINE	1840754
UNITED STATES OF AMERICA	THEY GOT THE MOVES	78/036234*
UNITED STATES OF AMERICA	TONGUE TORCHERS	2077983
UNITED STATES OF AMERICA	TRADING HEARTS	1879296
UNITED STATES OF AMERICA	VAMPIRE TEETH	2098223
UNITED STATES OF AMERICA	WHOLESOME PLEASURES	2155826
UNITED STATES OF AMERICA	WORLD'S GREATEST GUMMIES	2039759
UNITED STATES OF AMERICA	YULETIDE MIX	2228919
UNITED STATES OF AMERICA	YUMMY GUMMIES	1861097
UNITED STATES OF AMERICA	ZESTIX	2175387
URUGUAY	FARLEY'S	237,710
VENEZUELA	CHOC-O-BUTTONS	171,088
VENEZUELA	CHOC-O-BUTTONS	171,087
VENEZUELA	CHOC-O-BUTTONS	171,089
VENEZUELA	FARLEY'S	171,104
VENEZUELA	FARLEY'S	171,103
VENEZUELA	FARLEY'S	171,102
VIETNAM	FARLEY'S	20861

\* Denotes Trademark Application number.

COUNTRY	TRADEMARK	REG. NO.
TAIWAN	CHOC-O-BUTTONS	593,795
TAIWAN	CHOC-O-BUTTONS	611,934
TAIWAN	FARLEY'S	956879
TAIWAN	FARLEY'S & DEVICE	958947
UNITED ARAB EMIRATES	FARLEY'S	5863
UNITED STATES OF AMERICA	BASKET BUNCH	2163563 ✓
UNITED STATES OF AMERICA	BAT EYES	2082280 ✓
UNITED STATES OF AMERICA	BUNTE (AND DESIGN)	0811444
UNITED STATES OF AMERICA	BUNTE (STYLIZED)	1041428
UNITED STATES OF AMERICA	BUNTE CHOP STIX (STYLIZED)	0829872
UNITED STATES OF AMERICA	CANDY CARNIVAL	1978189
UNITED STATES OF AMERICA	CANDY KID	0761029
UNITED STATES OF AMERICA	CATCH OF THE DAY	2145204
UNITED STATES OF AMERICA	CHAMPAGNE MIX	1918231
UNITED STATES OF AMERICA	CHEWY MIX	2154355-SR
UNITED STATES OF AMERICA	CHOC-O-BUTTONS	1323575
UNITED STATES OF AMERICA	CHOC-O-PEANUTS	1353124
UNITED STATES OF AMERICA	CHRISTMAS LIGHTS	2109740
UNITED STATES OF AMERICA	COUNTRY CREAMS	2122256
UNITED STATES OF AMERICA	CUPID'S TREATS	2148092
UNITED STATES OF AMERICA	DAE JULIE	1488734
UNITED STATES OF AMERICA	DARLIN MARLIN	2072775
UNITED STATES OF AMERICA	EGG-CELLENT BUBBLES	2248139
UNITED STATES OF AMERICA	FARLEY'S	1044334
UNITED STATES OF AMERICA	FARLEY'S (STYLIZED)	2220492
UNITED STATES OF AMERICA	FARLEY'S (STYLIZED)	2255145
UNITED STATES OF AMERICA	GLISTENS	1770848
UNITED STATES OF AMERICA	GOLD EDITION	1942778
UNITED STATES OF AMERICA	GUMMALLOS	2127831
UNITED STATES OF AMERICA	GUMMI DUO HEARTS	75/518009*
UNITED STATES OF AMERICA	HARVEST MIX	2292903
UNITED STATES OF AMERICA	HEARTS & DARTS	2339355 (SR)
UNITED STATES OF AMERICA	HIDE & SEEK EGGS	2292855
UNITED STATES OF AMERICA	HOLIDAY CREMES	2232362
UNITED STATES OF AMERICA	ITSY BITSY	1967803
UNITED STATES OF AMERICA	JELLY WREATHS	2292281
UNITED STATES OF AMERICA	JENNIE LEE (STYLIZED)	0609223
UNITED STATES OF AMERICA	JUMPING KANGAROO DESIGN	2098139
UNITED STATES OF AMERICA	KOOKY SPOOKS	2134574
UNITED STATES OF AMERICA	LOTS'A POPS	2429414
UNITED STATES OF AMERICA	LOUD TROUT	2072776
UNITED STATES OF AMERICA	MARLIN CHARACTER	2431597
UNITED STATES OF AMERICA	NATURE'S TREASURE	1315951
UNITED STATES OF AMERICA	NOTHING NIBBLES NICER	0818060
UNITED STATES OF AMERICA	OUTDOORSMAN'S FAVORITE	2089639
UNITED STATES OF AMERICA	PARROT POPS	2109741
UNITED STATES OF AMERICA	PARTY TIME MIX	
UNITED STATES OF AMERICA	PEACHY PENGUINS	2219813
UNITED STATES OF AMERICA	PIPPIN (STYLIZED)	0504892
UNITED STATES OF AMERICA	REALLY NATURALS (AND DESIGN)	1342931
UNITED STATES OF AMERICA	SANTA BUTTONS	2232433
UNITED STATES OF AMERICA	SANTA'S STOCKINGS	2109742
UNITED STATES OF AMERICA	SATHERS	0846765
UNITED STATES OF AMERICA	SATHERS	1514739
UNITED STATES OF AMERICA	SATHERS	1522815
UNITED STATES OF AMERICA	SHIMEREES	1438665