

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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

1. Name of conveying party(ies):
Congress Financial Corporation
(New England), as Agent

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

Citizenship (see guidelines) Massachusetts

Additional names of conveying parties attached? Yes No

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

Execution Date(s) 05/07/2007

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other CORRECTION STATEMENT; SEE EXHIBIT A

2. Name and address of receiving party(ies) Yes
Additional names, addresses, or citizenship attached? No

Name: Wachovia Capital Finance Corporation (New England)
Internal as Agent

Address: _____
Street Address: One Post Office Square

City: Boston

State: MA

Country: USA Zip: 02109

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship Massachusetts
- 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)
SEE EXHIBIT B ANNEXED HERETO

B. Trademark Registration No.(s)
SEE EXHIBIT B ANNEXED HERETO

Additional sheet(s) attached? Yes No

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

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

Name: SUSAN O'BRIEN

Internal Address: UCG DIRECT SERVICES

Street Address: 187 Wolf Road

City: ALBANY

State: NEW YORK Zip: 12205

Phone Number: 800-342-3670 X4065

Fax Number: 800-962-7049

Email Address: SUSAN.OBRIEN@WOLTERSKLUIWER.COM

6. Total number of applications and registrations involved: 42

7. Total fee (37 CFR 2.8(b)(8) & 3.41) \$ 1,085.00

- 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: *Susan O'Brien*
Signature

8/22/2008
Date

SUSAN O'BRIEN
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 13

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 1400, Alexandria, VA 22313-1480

OP \$1065.00 76411707

EXHIBIT **B**
 TO
 RECORDATION FORM COVER SHEET
 (TRADEMARKS ONLY)

Trademark Application No.	Trademark Registration No.	Trademark Registration No.
76411707	2235416	825874
75070062	1121117	825875
75572874	1726011	2187918
76387432	1840735	2441274
	2195959	847422
	2187920	2293597
	1718443	2601388
	2601389	2290497
	2646513	839245
	1173483	2404622
	2187919	825873
	2223302	832623
	1581783	
	2267716	
	1727924	
	653158	
	1088261	
	982380	
	793026	
	789770	
	2577137	
	2298738	
	862100	
	862099	
	1283873	
	252933	

535527.1

TO: HELEN M., LINEHAN COMPANY: 230 PARK AVENUE

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

**05/07/2007
 900076226**

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Congress Financial Corporation (New England), as Agent		03/25/2007	Corporation - State: MASSACHUSETTS

RECEIVING PARTY DATA

Name:	Wachovia Capital Finance Corporation(New England) , as Agent
Street Address:	One Post Office Square
City:	Boston
State/Country:	MASSACHUSETTS
Postal Code:	02109
Entity Type:	CORPORATION: MASSACHUSETTS

PROPERTY NUMBERS Total: 42

Property Type	Number	Word Mark
Serial Number:	78411707	CIRCUS
Serial Number:	75070082	MOTHER'S
Serial Number:	75572874	MOTHER'S COOKIES SINCE 1914
Serial Number:	76387432	MOTHER'S COOKIES CALIFORNIA ORIGINAL SINCE 1914
Registration Number:	2235416	ANIMAL PARADE
Registration Number:	1121117	BAKERY WAGON
Registration Number:	1726011	BAKERY WAGON
Registration Number:	1840735	SINCE 1914
Registration Number:	2185859	CHOCOLATE CHIP ANGEL
Registration Number:	2187920	CHOCOLATE CHIP PARADE
Registration Number:	1718443	CIRCUS ANIMAL
Registration Number:	2801389	CIRCUS ANIMALS
Registration Number:	2846513	CIRCUS CRITTERS

OF \$1065.00 76411707

TO: HELEN M. LINEHAN COMPANY: 230 PARK AVENUE

Registration Number:	1173483	CLASSIC
Registration Number:	2187919	COCADAS
Registration Number:	2223302	COOKIE PARADE
Registration Number:	1581783	DINOSAUR GRRRAHAMS
Registration Number:	2267716	DIPPITY DELICIOUS
Registration Number:	1727924	ENGLISH TEA
Registration Number:	0653158	EUPHRATES
Registration Number:	1088261	FLAKY FLIX
Registration Number:	0982380	FUDGE 'N CHIPS
Registration Number:	0793026	GAUCHOS
Registration Number:	0789770	JAM-BAR-EE
Registration Number:	2577137	JUST LIKE HOMEMADE!
Registration Number:	2288738	LEMON HEAVEN
Registration Number:	0862100	MOTHER'S
Registration Number:	0862099	MOTHER'S
Registration Number:	1283873	MRS. WHEATLEY'S
Registration Number:	0252533	OLD MISSION
Registration Number:	0825874	RANGER
Registration Number:	0825875	SORRENTO
Registration Number:	2187918	TAFFY
Registration Number:	2441274	THE BEST LITTLE COOKIE COMPANY
Registration Number:	0847422	THE COOKIES IN THE PASSIONATE PURPLE PACKAGE
Registration Number:	2283597	THE ORIGINAL CIRCUS ANIMAL COOKIES
Registration Number:	2601388	THE ORIGINAL CIRCUS ANIMALS
Registration Number:	2290497	THEY'RE FLAV-O-RIFIC
Registration Number:	0839245	TWO PLUS TWO
Registration Number:	2404622	WALLOPS!
Registration Number:	0825873	WHITE ANGEL
Registration Number:	0832523	RENDEZVOUS

CORRESPONDENCE DATA

Fax Number: (917)368-7111

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

Email: hlinehan@oshr.com

Correspondent Name: Helen M. Linehan

Address Line 1: 230 Park Avenue

TO: HELEN M., LINEHAN COMPANY: 230 PARK AVENUE

Address Line 4: New York, NEW YORK 10169	
NAME OF SUBMITTER:	Helen M. Linehan
Signature:	/Helen M. Linehan/
Date:	05/07/2007
Total Attachments: 12 source=cong fin co - wach#page2.tif source=cong fin co - wach#page3.tif source=cong fin co - wach#page4.tif source=cong fin co - wach#page5.tif source=cong fin co - wach#page6.tif source=cong fin co - wach#page7.tif source=cong fin co - wach#page8.tif source=cong fin co - wach#page8.tif source=cong fin co - wach#page10.tif source=cong fin co - wach#page11.tif source=cong fin co - wach#page12.tif source=cong fin co - wach#page13.tif	

EXHIBIT A

CORRECTION STATEMENT

1. Mother's Cake & Cookie Co. ("Mother's") is the owner of record of the forty-two (42) trademark registrations and trademark applications listed on Exhibit B to the Recordation Form Cover Sheet to which this Exhibit A is attached (the "Trademarks").
2. Mother's conveyed and granted a security interest in the Trademarks to Congress Financial Corporation (New England) ("Congress") pursuant to the Trademark Collateral Assignment and Security Agreement, dated January 28, 2005, between Mother's and Congress, which agreement was filed with the Assignment Services Division of the United States Patent and Trademark Office (the "USPTO") and recorded on March 5, 2007 at Reel/Frame 003497/0832 (the "Security Agreement").
3. On March 25, 2005, Congress merged with and into Wachovia Capital Finance Corporation (New England) ("Wachovia"), with Wachovia as the surviving corporation.
4. In order to reflect the name change of the secured party in respect of the Trademarks from Congress to Wachovia, Wachovia filed certain documents related to such name change with the USPTO which were recorded on May 7, 2007 at Reel/Frame 003536/0955.
5. Instead of simply reflecting the name change of the secured party from Congress to Wachovia, the USPTO's records suggest that the ownership of the Trademarks was conveyed in a new assignment by Congress to Wachovia.
6. The purpose of this correction statement is to confirm that, notwithstanding the records of the USPTO:
 - (a) Mother's was at all times, and continues to be, the owner of record of the Trademarks; and
 - (b) Wachovia has had at all times since January 28, 2005, and shall continue to have, a security interest in (but not ownership of) the Trademarks pursuant to the Security Agreement.
7. It is hereby requested that the USPTO correct its records to indicate that Mother's is the owner of record with respect to the Trademarks and to confirm that Wachovia (as successor to Congress) is the secured party with respect to the Trademarks.