

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
Barry Callebaut USA LLC		03/02/2010	CORPORATION: VERMONT
RECEIVING PARTY DATA			
Name:	Barry Callebaut AG		
Street Address:	Westpark, Pfingstweidstrasse 60		
City:	Zurich		
State/Country:	SWITZERLAND		
Postal Code:	8005		
Entity Type:	CORPORATION: SWITZERLAND		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1693375	ULTIMATE CHUNKS	
Registration Number:	1829940	ULTIMATE CHOCOLATE	
CORRESPONDENCE DATA			
Fax Number:	(212)354-8113		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	2128198200		
Email:	fcutajar@whitecase.com		
Correspondent Name:	White & Case LLP		
Address Line 1:	1155 Avenue of the Americas		
Address Line 2:	Patents & Trademarks		
Address Line 4:	New York, NEW YORK 10036		
ATTORNEY DOCKET NUMBER:	6114996-0006		
DOMESTIC REPRESENTATIVE			
Name:	White & Case LLP		

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**TRADEMARK
 REEL: 004175 FRAME: 0532**

Address Line 1: 1155 Avenue of the Americas
Address Line 4: New York, NEW YORK 10036

NAME OF SUBMITTER:	Frances B. Cutajar
Signature:	/Frances B. Cutajar/
Date:	03/29/2010

Total Attachments: 3
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TRADEMARK ASSIGNMENT

WHEREAS, Barry Callebaut USA LLC, a corporation organized and existing under the laws of the State of Vermont, with its address at 400 Industrial Park Road, St. Albans, Vermont 05478, ("Assignor"), owns all right, title and interest in and to the trademarks and trademark registrations listed in the attached Schedule A (the "Trademarks").

WHEREAS, Barry Callebaut AG, a corporation organized and existing under the laws of Switzerland, with its address at Westpark, Pfingstweidstrasse 60, 8005 Zurich, Switzerland ("Assignee") is desirous of acquiring the entire right, title and interest in, and to and under the Trademarks.

WHEREAS, Assignor hereby covenants and agrees that the Assignor has full right to convey the entire interest herein assigned, and that the Assignor has not executed, and will not execute, any agreement in conflict herewith.

NOW, THEREFORE, for good and valuable consideration, receipt and adequacy of which is hereby acknowledged, the Assignor does hereby assign, sell, transfer and set over to Assignee its entire right, title and interest in, to and under the Trademarks, together with the goodwill of the business symbolized by the Trademarks and all income, royalties and damages now and hereafter due and/or payable to Assignor, along with the right to sue for past, present

and future infringements, in and to all the Trademarks, and the applications and registrations thereof, set forth on the attached Schedule A.

IN TESTIMONY WHEREOF, Assignor has caused this Trademark Assignment to be duly executed by its duly authorized officer on the date set forth below.

Barry Callebaut USA LLC
(Assignor)

By James G. Hagedorn
Name: JAMES G. HAGEDORN
Title: CFO
Date: 2 March 10

Accepted by:

Barry Callebaut AG
(Assignee)

By Timothy Hagedorn
Name: Timothy Hagedorn
Title: Authorized Signatory
Date: 5 March 2010

J. Callebaut
Regional Manager

SCHEDULE A

Trademark Registrations

Country/State	Trademark	Registration Number	Registration Date
United States	ULTIMATE CHUNKS	1693375	09 June 1992
United States	ULTIMATE CHOCOLATE	1829940	05 April 1994