

**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       |
|------------------------|----------|----------------|-------------------|
| Spangler Candy Company |          | 11/18/2010     | CORPORATION: OHIO |

**RECEIVING PARTY DATA**

|                 |                                       |
|-----------------|---------------------------------------|
| Name:           | Astro Pops, LLC                       |
| Street Address: | 25 Ridgeview                          |
| City:           | Irvine                                |
| State/Country:  | CALIFORNIA                            |
| Postal Code:    | 92603                                 |
| Entity Type:    | LIMITED LIABILITY COMPANY: CALIFORNIA |

**PROPERTY NUMBERS Total: 16**

| Property Type        | Number   | Word Mark                                 |
|----------------------|----------|---|
| Registration Number: | 0922460  | ASTRO POP                                 |
| Registration Number: | 1802873  | ASTRO SOUR POP                            |
| Registration Number: | 1803871  | RAPPIN'-RASPBERRY                         |
| Registration Number: | 1181383  | ASTRO SUNDAE POP                          |
| Registration Number: | 1355687  |   |
| Registration Number: | 1355686  |   |
| Registration Number: | 0073477  |   |
| Registration Number: | 0073476  | HEATHER DEW.                              |
| Registration Number: | 1906714  | PATRIOT POP                               |
| Registration Number: | 2185201  | ASTRO PATRIOT POP                         |
| Serial Number:       | 74412629 | CONFETTI POPS                             |
| Registration Number: | 1906733  | THREE FLAVORS IN ONE-THREE TIMES THE FUN! |
| Registration Number: | 1934294  | ASTRO CONFETTI POP                        |
| Registration Number: | 2097621  | THE POP THAT LASTS AND LASTS AND LASTS    |

**OP \$415.00 0922460**

|                      |         |  |
|----------------------|---------|--|
| Registration Number: | 2201174 |  |
| Registration Number: | 2188644 |  |

**CORRESPONDENCE DATA**

Fax Number: (419)241-6894  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 419-321-1207  
Email: lspitzer@slk-law.com  
Correspondent Name: Lyman F. Spitzer  
Address Line 1: 1000 Jackson Street  
Address Line 4: Toledo, OHIO 43604-5573

|                    |                    |
|--------------------|--------------------|
| NAME OF SUBMITTER: | Lyman F. Spitzer   |
| Signature:         | /Lyman F. Spitzer/ |
| Date:              | 12/22/2010         |

Total Attachments: 4  
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## TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT (the "Assignment") is made and entered into effective as of the 5<sup>th</sup> day of May, 2010 (the "Effective Time"), by SPANGLER CANDY COMPANY, an Ohio corporation with principal address of 400 North Portland Street, Bryan, Ohio 43506 ("Grantor"), in favor of ASTRO POPS, LLC, a California limited liability company ("Grantee").

### WITNESSETH:

WHEREAS, Grantor is the owner of all right, title and interest in and to the trademarks identified in the Schedules included at the end of this Assignment (collectively, the "Trademarks") for use in connection with candy and/or lollipop products; and

WHEREAS, Grantee is desirous of acquiring the entire worldwide right, title and interest of Grantor in and to the Trademarks, the goodwill associated therewith, and any registrations thereof in any jurisdiction of the world;

NOW, THEREFORE, for valuable consideration received, Grantor hereby grants, conveys, bargains, sells, assigns, sets over, transfers and delivers unto Grantee, its successors and assigns, (i) the entire right, title and interest of Grantor in and to the Trademarks throughout the world, (ii) all registrations thereof in the name of Grantor throughout the world, including but not limited to the registrations that are referenced in the Schedule of Assigned Marks With Current Registrations included at the end of this Assignment, and (iii) all goodwill of Grantor associated with the Trademarks.

This Assignment may be executed in any number of counterparts, each of which for all purposes shall be deemed to be an original and all of such counterparts shall together constitute but one and the same instrument.

This Assignment and the transfer, assignment and conveyance provided for in this Assignment shall be effective as of the Effective Time.

IN WITNESS WHEREOF, Grantor has caused this Assignment to be executed by its undersigned duly authorized officer this 18<sup>th</sup> day of November, 2010, to be effective as of the Effective Time.

**SPANGLER CANDY COMPANY,**  
an Ohio corporation

By: William G. Martin  
Print Name: William G. Martin  
Title: EVP-CFO

STATE OF OHIO            )  
   )  
 COUNTY OF WILLIAMS    )

Before me, a Notary Public in and for said County and State, personally appeared William Martin, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and considerations therein expressed.

Given under my hand and seal of office this 18 day of November, 2010.

Diane R. Brewer  
 Notary Public

My Commission Expires:

Feb 12 2011

**Schedule of Assigned Marks With Current Registrations**

| Spangler File No.: | Trademark         | Reg. No.  | Reg. Date  | Country | Next Expiration Date | Status & Notes   | Products Using this TM |
|--------------------|-------------------|-----------|------------|---------|----------------------|--|------------------------|
| 3022               | ASTRO POP         | 922,460   | 10/19/1971 | U.S.    | 10/19/2011           |  | Astro Pops             |
| 3072               | ASTRO POP         | 510,510   | 1/25/1993  | Mexico  | 1/25/2013            |  | Astro Pops             |
| 3075               | Astro Pop Design  | 491,377   | 1/25/1993  | Mexico  | 1/25/2013            | Cone Shape w/ 3 Colored Bands                                | Astro Pops             |
| 3054               | ASTRO SOUR POP    | 1,802,873 | 11/2/1993  | U.S.    | 11/2/2013            |  | Astro Pops             |
| 3070               | RAPPIN'-RASPBERRY | 1,803,871 | 11/9/1993  | U.S.    | 11/9/2013            |  | Astro Pops             |
| 3032               | ASTRO POP         | 338,282   | 3/18/1988  | Canada  | 3/18/2018            | Canadian Patent Agent is Kirby Eades Gale Baker, File #70861 | Astro Pops             |

**Schedule of Assigned Marks With Cancelled Registrations**

| File No: | Trademark                                      | Reg. Number | Reg. Date        | Country          | Next Expiration Date | Priority | Status & Notes | Products Using This TM   |
|----------|--|-------------|------------------|------------------|----------------------|----------|----------------|--|
| 3023     | ASTRO SUNDAE POPS & Design                     | 1,181,383   | 12/8/1981        | U.S.             |                      |          | 12/8/2001      | Allowed to Expire. Cancellation date 09/14/2002  |
| 3024     | Astro Pop Design                               | 1,355,687   | 8/20/1985        | U.S.             |                      |          |                | Cone Shape w/ Wrapper, specifically designed for yellow, green, red & white & axially extending stripes. Item discontinued. ALLOWED TO EXPIRE. |
| 3025     | Astro Pop Design                               | 1,355,686   | 8/20/1985        | U.S.             |                      |          |                | Cone Shape w/ 3 Colored Bands, specifically yellow, green, red & white. Item discontinued. ALLOWED TO EXPIRE.                                  |
| 3027     | Astro Pop Design                               | TMA 366111  | 3/2/1990         | Canada           |                      |          | 3/1/2005       | Astro Pops - Cone Shape w/ Wrapper; ALLOWED TO EXPIRE.   |
| 3028     | Astro Pop Design                               | 366,112     | 3/2/1990         | Canada           |                      |          | 3/1/2005       | Astro Pops - Cone Shape w/ 3 Colored Bands; ALLOWED TO EXPIRE.   |
| 3033     | ASTRO POP                                      | #1335/1981  |                  | Denmark          |                      |          | 4/10/1991      | Not Renewed  |
| 3035     | ASTRO POP                                      | 1,203,735   |                  | Great Britain    |                      |          |                | Withdrawn by Nelson Candy Company  |
| 3036     | ASTRO POP                                      | 1,203,735   |                  | Northern Ireland |                      |          |                | Withdrawn by Nelson Candy Company  |
| 3037     | Astro Pop Design (Cone Shape w/ Wrapper)       | 73,477      | 6/18/1984        | California       |                      |          | 6/1/1994       | Allowed to Expire  |
| 3038     | Astro Pop Design (Cone Shape w/ Colored Bands) | 73,476      | 6/18/1984        | California       |                      |          | 6/1/1994       | Allowed to Expire  |
| 3045     | ASTRO POP                                      | 611,580     | 2/18/1991        | Italy            |                      |          | 10/24/2000     | Abandoned. Ref. RM91C/000592   |
| 3047     | PATRIOT POP                                    | 1,906,714   | 7/18/1995        | U.S.             |                      |          | 7/18/2001      | Allowed to expire. Did not file Section 8. Cancellation date 07/20/2002  |
| 3049     | ASTRO PATRIOT POP                              | 2,185,201   | 9/1/1998         | U.S.             |                      |          | 9/1/2004       | Request NO file for Section 8 & 15 8/30/2004; Allowed to expire  |
| 3077     | CONFETTI POPS                                  | SN 74412629 | filed 07/15/1993 | U.S.             |                      |          | 2/6/1999       | Application denied by PTO. Elected not to appeal.  |
| 3082     | ASTRO POP                                      | 1,577,119   | 7/4/1994         | U.K.             |                      |          | 8/26/2004      |  |
| 3083     | THREE FLAVORS IN ONE - THREE TIMES THE FUN!    | 1,906,733   | 7/18/1995        | U.S.             |                      |          | 7/18/2001      | Allowed to expire. Did not file Section 8. Cancellation date 07/20/2002  |

|      |   |           |            |         |           |   |           |  |
|------|---|-----------|------------|---------|-----------|---|-----------|--|
| 3086 | ASTRO<br>CONFETTI POP                           | 1,934,294 | 11/7/1995  | U.S.    |           |   | 11/7/2001 | Allowed to expire.<br>Did not file Section<br>8. Original assigned<br>to Spangler by<br>Innovative<br>Confections<br>01/18/1995 No.<br>74/589'239<br>recorded with PTO<br>05/06/1997;<br>Cancellation date<br>08/10/2002 |
| 3102 | ASTRO POP                                       | 150,615   | 1/20/1999  | Europe  |           |   | 4/1/2006  | Research of<br>European TM<br>website discovered<br>this was an Astro<br>Pop TM - previously<br>recorded as Saf-T-<br>Pop; Allowed to<br>expire.   |
| 3107 | THE POP THAT<br>LASTS AND<br>LASTS AND<br>LASTS | 2,097,621 | 12/16/1997 | U.S.    |           |   | 6/19/2004 | Cancelled.   |
| 3109 | Astro Pop Design<br>III                         | 2,201,174 | 11/3/1998  | U.S.    |           |   | 11/3/2004 | Misc. Design Mark;<br>request NO file for<br>Section 8 & 15<br>8/26/2004; Allowed<br>to expire.  |
| 3110 | Astro Pop Design<br>IV Mark                     | 2,188,644 | 9/8/1998   | U.S.    |           |   | 9/8/2004  | Misc. Design Mark;<br>request NO file for<br>Section 8 & 15<br>8/26/2004; Allowed<br>to expire.  |
| 3034 | ASTRO POP                                       | 1,027,820 | 4/11/1990  | Germany | 4/11/2010 | D |           | Allowed to Expire  |