

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Confirmation of Trademark Security Interest Assignment	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Freeze, LLC		09/09/2011	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Sundae Group Holdings I, LLC		
Street Address:	5200 Town Center Circle, Suite 600		
City:	Boca Raton		
State/Country:	FLORIDA		
Postal Code:	33486		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1597640	FRIENDLY'S	
Registration Number:	1595593	FRIENDLY'S	
CORRESPONDENCE DATA			
Fax Number:	(202)739-3001		
Phone:	2027395866		
Email:	fgordon@morganlewis.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Correspondent Name:	Morgan, Lewis & Bockius LLP		
Address Line 1:	1111 Pennsylvania Avenue, NW		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20004		
NAME OF SUBMITTER:	Felicia D. Gordon		
Signature:	/Felicia D. Gordon/		
Date:	09/13/2011		

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Total Attachments: 4

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CONFIRMATION OF TRADEMARK SECURITY INTEREST ASSIGNMENT

This Confirmation of Trademark Security Interest Assignment (the "Confirmation Agreement"), dated as of September 9, 2011, is made by Freeze, LLC, a Delaware limited liability company (in such capacity, the "Assignor"), in favor of Sundae Group Holdings I, LLC, a Delaware limited liability company (in such capacity, the "Assignee").

WHEREAS, pursuant to that certain Grant of Security Interest in Trademark Rights, dated as of January 11, 2008 (as amended, supplemented or otherwise modified from time to time, the "Trademark Security Agreement") among Friendly Ice Cream Corporation and Freeze Group Holding Corp. ("Freeze Group"), Friendly Ice Cream Corporation pledged and granted to Freeze Group a continuing security interest in, among other things the Trademarks (as defined below);

WHEREAS, Freeze Group assigned its security interest in the Trademarks (as defined below) to the Assignor pursuant to that certain Confirmation of Trademark Security Interest Assignment, dated as of September 9, 2011, among Freeze Group and the Assignor.

WHEREAS, the Assignor has agreed to assign its security interest in the trademarks, trademark application and trademark registrations, identified on Schedule A attached hereto (the "Trademarks"), to the Assignee;

WHEREAS, Assignor and Assignee desire to record the transfer of security interest in the aforesaid Trademarks from the Assignor to the Assignee in the United States Patent and Trademark Office;

NOW THEREFORE, Assignor and Assignee hereby confirm that, effective as of September 9, 2011, Assignor assigned and does hereby assign to Assignee, its successors and assigns, Assignor's security interest in the Trademarks.

Assignor hereby authorizes the appropriate empowered officials in the appropriate governmental offices in jurisdictions throughout the world to transfer Assignor's security interest in the Trademarks to Assignee as assignee in accordance with this instrument of assignment. Further, Assignor shall take all additional steps necessary, including the execution of any additional documents and instruments reasonably requested by Assignee, in order to effect or memorialize the intent of this Confirmation Agreement.


Assignor represents that it has the authority to make and enter into this Confirmation Agreement.

IN WITNESS WHEREOF, the undersigned have executed this Confirmation Agreement effective as of the date hereof.

[Signature pages follow]

Acknowledged and Agreed:

SUNDAE GROUP HOLDINGS I, LLC, as Assignee

By:  _____

Name: LYNN SKILLEP

Title:

Signature Page to Confirmation of Trademark Security Interest Assignment

TRADEMARK
REEL: 004621 FRAME: 0766

Schedule A

Trademarks

Trademark	Registration Number
FRIENDLY'S	1597640
FRIENDLY'S (Stylized)	1595593