

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Friendly Ice Cream Corporation		01/09/2012	CORPORATION: MASSACHUSETTS

**RECEIVING PARTY DATA**

<b>Name:</b>	Friendly's IP, LLC
<b>Street Address:</b>	1855 Boston Road
<b>City:</b>	Wilbraham
<b>State/Country:</b>	MASSACHUSETTS
<b>Postal Code:</b>	01095
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 49**

Property Type	Number	Word Mark
Registration Number:	2471575	BIG-TWO-DO
Registration Number:	1720549	CANDY SHOPPE SUNDAE
Registration Number:	3106847	CARAMEL FUDGE NUT BLAST
Registration Number:	2976029	CARB FABULOUS
Registration Number:	3090332	CHERRY CHOCO LANDSLIDE
Registration Number:	1010077	CLAMBOAT
Registration Number:	1093903	CLAMBOAT
Registration Number:	2623028	DESSERT CENTER
Registration Number:	1015495	FISHAMAJIG
Registration Number:	1100306	FISHAMAJIG
Registration Number:	1645426	FORBIDDEN CHOCOLATE
Registration Number:	3348629	FRESH & FRIENDLY
Registration Number:	1072831	FRIBBLE
Registration Number:	1302932	FRIENDLY

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**TRADEMARK**

Registration Number:	1302933	FRIENDLY
Registration Number:	1062852	FRIENDLY
Registration Number:	1032588	FRIENDLY
Registration Number:	1062350	FRIENDLY
Registration Number:	1162271	FRIENDLY FAMILY RESTAURANTS
Registration Number:	1039803	FRIENDLY FRANK
Registration Number:	1062354	FRIENDLY ICE CREAM
Registration Number:	1704309	FRIENDLY'S
Registration Number:	1597640	FRIENDLY'S
Registration Number:	1030190	FRIENDLY'S BIG BEEF
Registration Number:	1720530	FRIENDLY'S CANDY SHOPPE SUNDAE
Registration Number:	1595593	FRIENDLY'S
Registration Number:	3698332	FRIENDLY'S
Registration Number:	2998509	FRIEND-Z
Registration Number:	1346611	HAPPY ENDING
Registration Number:	3269093	HAZEL 'N JOE
Registration Number:	3505162	HUNKA CHUNKA PB FUDGE
Registration Number:	1642197	JUBILEE ROLL
Registration Number:	2537925	MONSTER MASH SUNDAE
Registration Number:	2989284	NUTS OVER CARAMEL
Registration Number:	3881467	OH, THAT LOOKS GOOD
Registration Number:	3125276	ORANGE CREME ROLL
Registration Number:	3387950	PARTY ROLL
Registration Number:	1925667	PURELY PISTACHIO
Registration Number:	2617891	ROYAL RAZZ
Registration Number:	3038414	SUNDAES TO GO
Registration Number:	3966042	SUNDAEXTREME
Registration Number:	3795323	SUPERMELT
Registration Number:	3036762	TEAM XTREME
Registration Number:	1971123	VIENNA MOCHA CHUNK
Registration Number:	1313682	WATTAMELON ROLL
Registration Number:	3535240	WHERE ICE CREAM MAKES THE MEAL
Registration Number:	3108325	SMOOTH CHURNED
Registration Number:	3243192	DUTCH FUDGE
Serial Number:	85444144	THE NUMERAL 5

**TRADEMARK**

**REEL: 004694 FRAME: 0293**

Fax Number: (202)739-3001  
Phone: 202-739-5652  
Email: chowell@morganlewis.com  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Correspondent Name: Catherine R. Howell, Senior Paralegal  
Address Line 1: 1111 Pennsylvania Ave., N.W.; Attn: TMSU  
Address Line 4: Washington, DISTRICT OF COLUMBIA 20004

ATTORNEY DOCKET NUMBER:	052735-0194
NAME OF SUBMITTER:	Catherine R. Howell, Senior Paralegal
Signature:	/Catherine R. Howell/
Date:	01/09/2012
Total Attachments: 6 source=friendlys confirmatory us#page1.tif source=friendlys confirmatory us#page2.tif source=friendlys confirmatory us#page3.tif source=friendlys confirmatory us#page4.tif source=friendlys confirmatory us#page5.tif source=friendlys confirmatory us#page6.tif	

CONFIRMATORY TRADEMARK ASSIGNMENT

This Confirmatory Trademark Assignment is made by Friendly Ice Cream Corporation, a Massachusetts Corporation ("Assignor"), the full post office address of whose principal place of business is 1855 Boston Road, Wilbraham, Massachusetts 01095, and Friendly's IP, LLC, a Delaware limited liability company ("Assignee"), whose principal place of business is 1855 Boston Road, Wilbraham, Massachusetts 01095.

WHEREAS pursuant to the Trademark Assignment Agreement between Assignor and Assignee executed January 9, 2012, Assignor assigned and transferred all of its right, title and interest in and to the trademarks and/or trade names set forth on **Schedule A** hereto (the "Marks"), together with the goodwill of the businesses associated therewith.

WHEREAS this assignment document is being executed to confirm in writing the earlier transfer of the Marks and their associated goodwill.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby confirms having sold, assigned and transferred to Assignee all of Assignor's right, title, and interest in and to the Marks, and in and to the goodwill of the businesses connected with the use thereof and symbolized thereby, and in and to all income, royalties, damages, and payments now or hereafter due or payable with respect thereto, and in and to all causes of action, either at law or in equity, and the right to sue, counterclaim, and recover for past, present, or future infringement of the rights assigned herein.

Assignor hereby authorizes and requests the Commissioner of Patents and Trademarks of the United States to record Assignee as the owner of any and all of Assignor's rights in the Marks and to issue to Assignee any and all trademark registrations and service mark registrations resulting from said trademark applications and service mark applications, or any renewals of said registrations.

**[SIGNATURE PAGE TO FOLLOW]**

IN WITNESS WHEREOF, the parties hereto have executed this Trademark Assignment Agreement effective as of the date first above written.

**ASSIGNOR:**

FRIENDLY ICE CREAM CORPORATION

By: 

Name: Harsha V. Agadi

Title: Chief Executive Officer and President

**ASSIGNEE:**

FRIENDLY'S IP, LLC

By: \_\_\_\_\_

Name: Michael J. McConvery

Title: Vice President and Assistant Secretary

[SIGNATURE PAGE TO CONFIRMATORY ASSIGNMENT (U.S.)]

IN WITNESS WHEREOF, the parties hereto have executed this Trademark Assignment Agreement effective as of the date first above written.

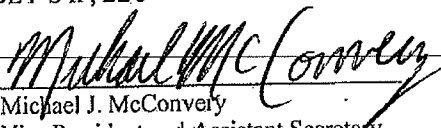
**ASSIGNOR:**

FRIENDLY ICE CREAM CORPORATION

By: \_\_\_\_\_  
Name: Harsha V. Agadi  
Title: Chief Executive Officer and President

**ASSIGNEE:**

FRIENDLY'S IP, LLC

By:   
Name: Michael J. McConvery  
Its: Vice President and Assistant Secretary

[SIGNATURE PAGE TO CONFIRMATORY ASSIGNMENT (U.S.)]

**SCHEDULE A**

Assignor	Mark Name	Reg. No.	Country	Status/Action	Goods/Services
Friendly Ice Cream Corporation	BIG-TWO-DO	2,471,575	USA	7/24/2021 (Renew)	29
Friendly Ice Cream Corporation	CANDY SHOPPE SUNDAE	1,720,549	USA	9/29/2012 (Not used - To be abandoned)	30
Friendly Ice Cream Corporation	CARAMEL FUDGE NUT BLAST	3,106,847	USA	6/20/2012 (File Affid of Use (expires 2016))	30
Friendly Ice Cream Corporation	CARB FABULOUS	2976029	USA	(File Affid of Use (12/27/2011—pre- grace period)	30
Friendly Ice Cream Corporation	CHERRY CHOCO LANDSLIDE	3,090,332	USA	5/9/2012 (Not used - To be abandoned)	30
Friendly Ice Cream Corporation	CLAMBOAT	1,010,077	USA	5/6/2015 (Renew)	42
Friendly Ice Cream Corporation	CLAMBOAT	1,093,903	USA	6/20/2018 (Renew)	29
Friendly Ice Cream Corporation	DESSERT CENTER	2,623,028	USA	9/24/2012 (Renew)	30
Friendly Ice Cream Corporation	FISHAMAJIG	1,015,495	USA	7/8/2015 (Renew)	42
Friendly Ice Cream Corporation	FISHAMAJIG	1,100,306	USA	8/22/2018 (Renew)	30
Friendly Ice Cream Corporation	FORBIDDEN CHOCOLATE	1,645,426	USA	5/21/2021 (Renew)	30
Friendly Ice Cream Corporation	FRESH & FRIENDLY	3,348,629	USA	12/4/2013 (File Affid of Use (expires 2017))	42
Friendly Ice Cream Corporation	FRIBBLE	1,072,831	USA	9/6/2017 (Renew)	30
Friendly Ice Cream Corporation	FRIENDLY	1,302,932	USA	10/30/2014 (Renew)	30
Friendly Ice Cream Corporation	FRIENDLY	1,302,933	USA	10/30/2014 (Renew)	30
Friendly Ice Cream Corporation	FRIENDLY	1,062,852	USA	4/5/2017 (Renew)	29, 30, 32, 42
Friendly Ice Cream Corporation	FRIENDLY (SCRIPT)	1,032,588	USA	2/3/2016 (Renew)	42
Friendly Ice Cream Corporation	FRIENDLY (SCRIPT)	1,062,350	USA	3/29/2017 (Renew)	29
Friendly Ice Cream Corporation	FRIENDLY FAMILY RESTAURANTS	1,162,271	USA	7/31/2021 (Renew)	42
Friendly Ice Cream Corporation	FRIENDLY FRANK	1,039,803	USA	5/18/2016 (Registration amended 5/2006)	29
Friendly Ice Cream Corporation	FRIENDLY ICE CREAM	1,062,354	USA	3/29/2017 (Renew)	42
Friendly Ice Cream Corporation	FRIENDLY'S	1,704,309	USA	7/28/2012 (Renew)	28

Assignor	Mark Name	Reg. No.	Country	Status/Action	Goods/Services
Friendly Ice Cream Corporation	FRIENDLY'S (BLOCK)	1,597,640	USA	5/22/2020 (Renew)	29, 30, 42
Friendly Ice Cream Corporation	FRIENDLY'S BIG BEEF	1,030,190	USA	1/13/2016 (Renew)	29
Friendly Ice Cream Corporation	FRIENDLY'S CANDY SHOPPE SUNDAE	1,720,530	USA	9/29/2012 (Not used - To be abandoned)	30
Friendly Ice Cream Corporation	FRIENDLY'S (SCRIPT)	1,595,593	USA	5/8/2020 (Renew)	29, 30, 42
Friendly Ice Cream Corporation	FRIENDLY'S BUILDING (CARTOON IMAGE)—	3,698,332	USA	10/20/2015 (File Affid of Use (expires 2019))	30, 43
Friendly Ice Cream Corporation	FRIEND-Z	2,998,509	USA	9/20/2015 (Renew)	30
Friendly Ice Cream Corporation	HAPPY ENDING	1,346,611	USA	7/2/2015 (Renew)	30
Friendly Ice Cream Corporation	HAZEL 'N JOE	3,269,093	USA	7/24/2013 (File Affid of Use (expires 2017))	30
Friendly Ice Cream Corporation	 High Five Design	-	USA	Appl. Serial No. 85/444,144	43
Friendly Ice Cream Corporation	HUNKA CHUNKA PB FUDGE	3,502,162	USA	9/23/2014 (File Affid of Use (expires 2018))	30
Friendly Ice Cream Corporation	JUBILEE ROLL	1,642,197	USA	4/23/2021 (Renew)	30
Friendly Ice Cream Corporation	MONSTER MASH SUNDAE	2,537,925	USA	Filed renewal application 12/7/2011	30
Friendly Ice Cream Corporation	NUTS OVER CARAMEL	2,989,284	USA	8/30/2015 (Renew)	30
Friendly Ice Cream Corporation	OH, THAT LOOKS GOOD	3,881,467	USA	11/23/2016 (File Affid of Use (expires 2020))	43
Friendly Ice Cream Corporation	ORANGE CRÈME ROLL	3,125,276	USA	8/8/2012 (File Affid of Use (expires 2016))	30
Friendly Ice Cream Corporation	PARTY ROLL	3,387,950	USA	2/26/2014 (File Affid of Use (expires 2018))	30
Friendly Ice Cream Corporation	PURELY PISTACHIO	1,925,667	USA	10/10/2015 (Renew)	30
Friendly Ice Cream Corporation	ROYAL RAZZ	2,617,891	USA	9/10/2012 (Renew)	32
Friendly Ice Cream Corporation	SUNDAES TO GO	3,038,414	USA	1/3/2016 (Filed Affid of Use 12/7/11)	30
Friendly Ice Cream Corporation	SUNDAE XTREME (block letters)	3,966,042	USA	5/24/2017 (File Affid of Use (expires 2016))	30



Assignor	Mark Name	Reg. No.	Country	Status/Action	Goods/Services
Friendly Ice Cream Corporation	SUPERMELT	3,795,323	USA	5/25/2016 (File Affid of Use (expires 2020))	30
Friendly Ice Cream Corporation	TEAM XTREME	3036762	USA	(File Affid of Use (12/27/2011—pre- grace period))	30
Friendly Ice Cream Corporation	VIENNA MOCHA CHUNK	1,971,123	USA	4/30/2016 (Renew)	30
Friendly Ice Cream Corporation	WATTAMELON ROLL	1,313,682	USA	1/8/2015 (Renew)	30
Friendly Ice Cream Corporation	WHERE ICE CREAM MAKES THE MEAL	3,535,240	USA	11/18/2014 (File Affid of Use (expires 2018))	42
Friendly Ice Cream Corporation	SMOOTH CHURNED	3,108,325	USA (Supplemental Reg.)	6/20/2012 (File Affid of Use (expires 2016))	30, 46
Friendly Ice Cream Corporation	DUTCH FUDGE	3,243,192	USA (Supplemental Reg.)	5/15/2013 (File Affid of Use (expires 2017))	30