

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
Otis Spunkmeyer, Inc.		12/30/2011	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Otis Spunkmeyer, LLC
Street Address:	14490 Catalina Street
City:	San Leandro
State/Country:	CALIFORNIA
Postal Code:	94577
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 41

Property Type	Number	Word Mark
Registration Number:	3978178	CHIPPERY
Registration Number:	3897275	OTIS SPUNKMEYER SUPREME
Registration Number:	3143633	SPUNKMEYER
Registration Number:	3213447	PLAY-N-BAKE
Registration Number:	3213190	SWEET DISCOVERY
Registration Number:	3276892	BOO-LICIOUS
Registration Number:	3225836	BUTTERY PECAN DECADENCE
Registration Number:	3228741	CHOCOLATE PEANUT BUTTER FLUTTER
Registration Number:	3225835	NUTTY WHITE CHOCOLATE DELIGHT
Registration Number:	3218858	DOUBLE CHUNKY CHOCOLATE DREAM
Registration Number:	3225834	DELICIOUS ESSENTIALS
Registration Number:	3276685	SPUNKMEYER
Registration Number:	3121976	OTIS-O-RIGINALS
Registration Number:	2989721	OTIS BAKED

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Registration Number:	3066773	GOTTA GET SOME!
Registration Number:	2913949	SUPREME INDULGENCE
Registration Number:	3771220	OTIS EASY DIRECT-TO-YOU
Registration Number:	3848392	OTIS SPUNKMEYER
Registration Number:	3644513	GOT COOKIES? GET OTIS!
Registration Number:	2970973	LAYER BAG
Serial Number:	85175926	CHIPPERY
Serial Number:	77847856	OTIS SPUNKMEYER SUPREME
Registration Number:	2986848	CAFÉ COLLECTION
Registration Number:	2822599	OTIS
Registration Number:	2350648	SWEET DISCOVERY
Registration Number:	2419375	GOT COOKIES?
Registration Number:	1758569	OTIS SPUNKMEYER
Registration Number:	1353152	OTIS SPUNKMEYER
Registration Number:	2786183	OTIS SPUNKMEYER
Registration Number:	2704419	VALUE ZONE
Registration Number:	2913462	OTIS
Registration Number:	2921128	OUTTA THE OVEN...OTIS FRESH
Registration Number:	2798902	SPUNKIES
Registration Number:	2733268	YOUR SWEET STOP
Registration Number:	2350649	BAKING A DIFFERENCE
Registration Number:	2324886	TRAVEL LITE
Registration Number:	2304751	OTIS EXPRESS
Registration Number:	2444707	PINNACLE
Registration Number:	1752914	OTIS SPUNKMEYER AIR
Registration Number:	1828974	SPUNKIES
Registration Number:	1839538	OTIS SPUNKMEYER SPUNKIES

CORRESPONDENCE DATA

Fax Number: (703)243-6410
Phone: 703-465-5355
Email: smithj@mwzb.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Jeffrey Smith, Esq of Millen & White, PC
Address Line 1: 2200 Clarendon Boulevard
Address Line 2: Suite 1400

TRADEMARK
REEL: 004697 FRAME: 0100

Address Line 4: Arlington, VIRGINIA 22201

ATTORNEY DOCKET NUMBER: OTIS-0100-X

NAME OF SUBMITTER: Jeffrey A. Smith

Signature: /jas/

Date: 01/11/2012

Total Attachments: 4

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TRADEMARK ASSIGNMENT

WHEREAS, Otis Spunkmeyer, Inc., a corporation organized under the laws of the state of Delaware, with its business address at 14490 Catalina Street, San Leandro, California 94577 ("Assignor"), has adopted and is the owner of the following trademarks (the "Marks") for which Assignor owns the attached federal trademark applications and registrations on the Principal Register of the United States Patent and Trademark Office for goods and services in the International Classes 030 and 036 identified in attached Schedule A;

WHEREAS, Otis Spunkmeyer, LLC, a limited liability company organized under the laws of the state of Delaware, with its business address at 14490 Catalina Street, San Leandro, California 94577 ("Assignee"), desires to acquire the Marks and the attached federal trademark applications and registrations;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Mark.

By: Stephen A. Ricks

Officer Name: Stephen A. Ricks

Officer Title: Vice President
& General Counsel

Dated: December 30, 2011

LIVE U.S. MARKS

Mark	Registration or Serial No.	Date of Registration
CHIPPERY	3978178	June 14, 2011
OTIS SPUNKMEYER SUPREME	3897275	October 12, 2010
SPUNKMEYER	3143633	September 12, 2006
PLAY-N-BAKE	3213447	February 27, 2007
SWEET DISCOVERY	3213190	February 27, 2007
BOO-LICIOUS	3276892	August 7, 2007
BUTTERY PECAN DECADENCE	3225836	April 3, 2007
CHOCOLATE PEANUT BUTTER FLUTTER	3228741	April 10, 2007
NUTTY WHITE CHOCOLATE DELIGHT	3225835	April 3, 2007
DOUBLE CHUNKY CHOCOLATE DREAM	3218858	March 13, 2007
DELICIOUS ESSENTIALS	3225834	April 3, 2007
SPUNKMEYER	3276685	August 7, 2007
OTIS-O-RIGINALS	3121976	July 25, 2006
OTIS BAKED	2989721	August 30, 2005
GOTTA GET SOME!	3066773	March 7, 2006
SUPREME INDULGENCE	2913949	December 21, 2004
OTIS EASY DIRECT-TO- YOU	3771220	April 6, 2010
OTIS SPUNKMEYER	3848392	September 14, 2010
GOT COOKIES? GET OTIS!	3644513	June 23, 2009
LAYER BAG	2970973	July 19, 2005
CHIPPERY	85175926	Pending Application
OTIS SPUNKMEYER SUPREME	77847856	Pending Application
CAFÉ COLLECTION	2986848	August 23, 2005
OTIS	2822599	March 16, 2004
OTIS SPUNKMEYER	2786183	November 25, 2003
VALUE ZONE	2704419	April 8, 2003
OTIS	2913462	December 21, 2004
SWEET DISCOVERY	2350648	May 16, 2000
GOT COOKIES?	2419375	January 9, 2001
OTIS SPUNKMEYER	1758569	March 16, 1993
OTIS SPUNKMEYER	1353152	August 6, 1985

DEAD U.S. MARKS

Mark	Registration No.	Date of Registration
OUTTA THE OVEN...OTIS	2921128	January 25, 2005

FRESH		
SPUNKIES	2798902	December 23, 2003
YOUR SWEET STOP	2733268	July 1, 2003
BAKING A DIFFERENCE	2350649	May 16, 2000
TRAVEL LITE	2324886	February 29, 2000
OTIS EXPRESS	2304751	December 28, 1999
PINNACLE	2444707	April 17, 2001
OTIS SPUNKMEYER AIR	1752914	February 16, 1993
SPUNKIES	1828974	March 29, 1994
OTIS SPUNKMEYER SPUNKIES	1839538	June 14, 1994