TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
CREDIT SUISSE AG, AS COLLATERAL AGENT		02/21/2012	BANK: SWITZERLAND

RECEIVING PARTY DATA

Name:	CARVEL CORPORATION
Street Address:	200 GLENRIDGE POINT PARKWAY
Internal Address:	SUITE 200
City:	ATLANTA
State/Country:	GEORGIA
Postal Code:	30342
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 80

Property Type	Number	Word Mark
Registration Number:	3033162	A TASTE OF CARVEL
Registration Number:	3473413	ARCTIC BLENDERS
Registration Number:	2906609	BANANA BARGE
Registration Number:	3110700	
Registration Number:	3049986	BROWN BONNET
Registration Number:	970876	BROWN BONNET
Registration Number:	3067554	
Registration Number:	1235544	
Registration Number:	716227	CARVEL
Registration Number:	716302	CARVEL
Registration Number:	3240469	CARVEL
Registration Number:	3657900	CARVEL
Registration Number:	3657898	CARVEL

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Registration Number:	3657899	CARVEL
Registration Number:	2510923	CARVEL
Registration Number:	2510924	CARVEL
Registration Number:	723983	CARVEL
Registration Number:	751383	CARVEL
Registration Number:	762815	CARVEL
Registration Number:	738025	CARVEL
Registration Number:	737303	CARVEL
Registration Number:	729798	CARVEL
Registration Number:	779180	CARVEL
Registration Number:	3272285	CARVEL. . .AMERICA'S FRESHEST ICE CREAM
Registration Number:	3145857	CARVEL CRUNCH
Registration Number:	3286285	CARVEL FLYING SAUCER, THEY'RE OUT OF THIS WORLD
Registration Number:	2330452	CARVEL ICE CREAM BAKERY
Registration Number:	3286284	CARVEL SINFUL LOVE BAR
Registration Number:	2805822	CARVELANCHE
Registration Number:	3670573	CARVELATTES
Registration Number:	0844700	CARVELOG
Registration Number:	965716	CHERRY BONNET
Registration Number:	834068	CHERRY BONNET
Registration Number:	2109457	CHIPSTERS
Registration Number:	1306261	COOKIE PUSS
Registration Number:	3125055	
Registration Number:	3244462	
Registration Number:	2855143	CREMACCINO
Registration Number:	2814266	CREAM A CCINO
Registration Number:	3142186	DASHERS
Registration Number:	0737304	
Registration Number:	1321586	
Registration Number:	1334929	
Registration Number:	1321592	
Registration Number:	2551481	FIZZLERS
Registration Number:	3327970	FLYING SAUCER
Registration Number:	3135817	FLYING SAUCER
Registration Number:	3137015	FLYING SAUCER

	949961	FLYING SAUCER
Registration Number:	3034740	FUDGIE FANATICS
Registration Number:	3258658	FUDGIE THE WHALE
Registration Number:	1342998	FUDGIE THE WHALE
Registration Number:	2276742	GAME BALL
Registration Number:	1379376	HUG ME THE BEAR
Registration Number:	3674184	ICEBERGS
Registration Number:	2895682	IT'S WHAT HAPPY TASTES LIKE
Registration Number:	3011145	IT'S WHAT HAPPY TASTES LIKE.
Registration Number:	2264542	LIL' LOVE
Registration Number:	3664804	LIL' ROUNDERS
Registration Number:	2555920	LOVE & LAUGHTER
Registration Number:	3266977	
Registration Number:	3266963	
Registration Number:	3266962	
Registration Number:	3264843	
Registration Number:	3157701	MOTHER EARTH
Registration Number:	3028856	NUTTY THE GHOST
Registration Number:	3079316	ORANGE BREEZE
Registration Number:	2956550	SLICE MMMS
Registration Number:	3118485	
Registration Number:	3213185	SUNDAE DASHERS
Registration Number:	1213375	SUPER-PAK
Registration Number:	2302111	SURPRISE SOMEONE SPECIAL TONIGHT
Registration Number:	972509	THINNY-THIN
Registration Number:	1341212	TOM THE TURKEY
Registration Number:	3115437	
Registration Number:	866915	TWICE CREAM
Registration Number:	2918968	UPTOWN SMOOTHIES
Registration Number:	2514557	WEDNESDAY IS SUNDAE
Registration Number:	2914177	WE'RE CREAMY. WE'RE CRUNCHY. WE'RE CARVEL.
Registration Number:	3094986	

CORRESPONDENCE DATA

Fax Number: (800)494-7512

Phone: 2023704761
Email: tfahey@nationalcorp.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Correspondent Name: Thomas Fahey
Address Line 1: 1100 G Street NW, Suite 420
Address Line 2: National Corporate Research
Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER:	F138170
NAME OF SUBMITTER:	Karen S. Cottrell
Signature:	/Karen S. Cottrell/
Date:	02/29/2012

Total Attachments: 8
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RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS (this "**Release**"), dated as of February 21, 2012, is made in favor of Carvel Corporation, a Delaware corporation (the "**Grantor**"), by Credit Suisse AG, in its capacity as collateral agent pursuant to the Guarantee and Collateral Agreement defined below (in such capacity, the "**Collateral Agent**") on behalf of the Secured Parties. Capitalized terms used and not defined herein shall have the meanings given such terms in the Guarantee and Collateral Agreement.

WHEREAS, the Grantor is a party to the Guarantee and Collateral Agreement, dated as of November 5, 2010 (the "**Guarantee and Collateral Agreement**"), in favor of the Collateral Agent pursuant to which the Grantor pledged and granted to the Collateral Agent, for the benefit of the Secured Parties, a continuing security interest in and to all of its right, title and interest in, to and under the Collateral;

WHEREAS, pursuant to the Guarantee and Collateral Agreement, the Grantor executed and delivered a Trademark Security Agreement dated as of November 5, 2010 (the "**Trademark Security Agreement**"), which was recorded in the records of the United States Patent and Trademark Office at Trademark Reel 4409 / Frame 0071 on November 8, 2010, pursuant to which the Grantor granted a continuing security interest in the Trademark Collateral (as defined in the Trademark Security Agreement; hereinafter, the "**Trademark Collateral**"), including all of the Grantor's right, title and interest in, to and under each trademark of the Grantor, and each trademark license to which the Grantor is a party, as listed on Schedule I hereto (the "**Specified Trademarks**");

WHEREAS, the Grantor has requested that the Collateral Agent deliver this Release; and

WHEREAS, the Collateral Agent has duly authorized the execution and delivery of this Release.

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Collateral Agent in its capacity as Collateral Agent and on behalf of the Secured Parties, hereby terminates and releases its security interest in and to, but solely under the Trademark Security Agreement, all of the Grantor's right, title and interest in, to and under all of the following Collateral:

a. the Trademark Collateral, including the Specified Trademarks;

b. all of the goodwill of the business connected with the use of, or symbolized by such Trademark Collateral and Specified Trademarks; and

c. all proceeds of and revenues from the foregoing, including without limitation, all proceeds of and revenues from any claim by the Grantor against third parties for past, present or future unfair competition with, or violation of intellectual property rights in connection with or injury to, or infringement or dilution of such

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Trademark Collateral, including the Specified Trademarks, or for injury to the goodwill associated with any of the foregoing.

Notwithstanding anything to the contrary, nothing herein shall be construed as modifying, terminating or otherwise releasing any security interest granted to the Collateral Agent in, to or under any Collateral (including, for the avoidance of doubt, any Trademarks) under the Guarantee and Collateral Agreement, other than, to the extent granted therein, any security interest in the Specified Trademarks.

This Release shall be construed in accordance with and governed by the laws of the State of New York, without regard to conflict of law principles that would require the application of laws of another jurisdiction.

This Release may be executed in one or more counterparts, all of which shall constitute one and the same instrument, and any party hereto may execute this Release by signing and delivering one or more of its counterparts.

[Signature page to follow]

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IN WITNESS WHEREOF, the Collateral Agent has caused this Release to be duly executed and delivered by its duly authorized officer as of the date and year first above written.

Credit Suisse AG, Cayman Islands Branch

By: _____
Name:
Title: ROBERT HETU
MANAGING DIRECTOR

By: _____
Name:
Title: KEVIN BUDDHDEW
ASSOCIATE

[Signature Page to Carvel Corporation Trademark Release]

SCHEDULE I

CARVEL CORPORATION

U.S. TRADEMARK REGISTRATIONS AND APPLICATIONS

Trademark	Country	Application No.	Application Date	Registration No.	Registration Date
A TASTE OF CARVEL CORPORATION (stylized and/or with design)	USA	78/461619	04-Aug-04	3033162	20-Dec-05
ARCTIC BLENDERS	USA	77/209858	19-Jun-07	3473413	22-Jul-08
BANANA BARGE	USA	78/315731	20-Oct-03	2906609	30-Nov-04
BEAR (Cake Mold Design)	USA	78/460481	02-Aug-04	3110700	27-Jun-06
BROWN BONNET	USA	78/531368	13-Dec-04	3049986	24-Jan-06
BROWN BONNET	USA	72/428778	29-Jun-72	970876	16-Oct-73
BUNNY HEAD (cake mold design)	USA	78/460415	02-Aug-04	3067554	14-Mar-06
CAKE MOLD DESIGN (WHALE)	USA	73/213639	30-Apr-79	1235544	19-Apr-83
CARVEL CORPORATION	USA	72/089133	18-Jan-60	716227	30-May-61
CARVEL CORPORATION	USA	72/089132	18-Jan-60	716302	06-Jun-61
CARVEL CORPORATION	USA	78/529825	09-Dec-04	3240469	08-May-07
CARVEL CORPORATION	USA	77/653217	21-Jan-09	3657900	21-Jul-09
CARVEL CORPORATION	USA	77/653186	21-Jan-09	3657898	21-Jul-09
CARVEL CORPORATION	USA	77/653209	21-Jan-09	3657899	21-Jul-09
CARVEL CORPORATION & DESIGN	USA	75/663269	10-Aug-99	2510923	20-Nov-01
CARVEL CORPORATION & DESIGN	USA	75/663270	10-Aug-99	2510924	20-Nov-01

Trademark	Country	Application No.	Application Date	Registration No.	Registration Date
CARVEL CORPORATION (Block)	USA	72/089134	18-Jan-60	723983	14-Nov-61
CARVEL CORPORATION (Roadside Store Design)	USA	72/134610	26-Dec-61	751383	18-Jun-63
CARVEL CORPORATION (Roadside Store Design)	USA	72/134609	26-Dec-61	762815	07-Jan-64
CARVEL CORPORATION (Stylized)	USA	72/137040	01-Feb-62	738025	18-Sep-62
CARVEL CORPORATION (Stylized)	USA	72/136886	30-Jan-62	737303	04-Sep-62
CARVEL CORPORATION (Stylized)	USA	72/089131	18-Jan-60	729798	10-Apr-62
CARVEL CORPORATION (Stylized)	USA	72/187475	26-Feb-64	779180	27-Oct-64
CARVEL CORPORATION …AMERICA'S FRESHEST ICE CREAM	USA	78/925206	09-Jul-06	3272285	31-Jul-07
CARVEL CORPORATION CRUNCH	USA	76/514670	16-May-03	3145857	19-Sep-06
CARVEL CORPORATION FLYING SAUCER, THEY'RE OUT OF THIS WORLD	USA	78/925217	09-Jul-06	3286285	28-Aug-07
CARVEL CORPORATION ICE CREAM BAKERY	USA	74/598528	14-Nov-94	2330452	21-Mar-00
CARVEL CORPORATION SINFUL LOVE BAR	USA	78/925215	09-Jul-06	3286284	28-Aug-07
CARVEL CORPORATIONANCHE	USA	78/143569	12-Jul-02	2805822	13-Jan-04
CARVEL CORPORATIONATTES	USA	77/497191	12-Jun-08	3670573	18-Aug-09

Trademark	Country	Application No.	Application Date	Registration No.	Registration Date
CARVEL CORPORATIONOG	USA	72/267010	17-Mar-67	0844700	20-Feb-68
CHERRY BONNET	USA	72/437367	02-Oct-72	965716	07-Aug-73
CHERRY BONNET	USA	72/238835	15-Feb-66	834068	22-Aug-67
CHIPSTERS	USA	74/647085	15-Mar-95	2109457	28-Oct-97
COOKIE PUSS	USA	73/423566	28-Apr-83	1306261	20-Nov-84
COOKIE PUSS CLOWN FACE (Cake Mold Design)	USA	78/460525	02-Aug-04	3125055	01-Aug-06
COOKIE PUSS DESIGN	USA	78/890172	23-May-06	3244462	22-May-07
CREAMACCINO	USA	78/177908	24-Oct-02	2855143	15-Jun-04
CREAMACCINO & DESIGN	USA	78/177892	24-Oct-02	2814266	10-Feb-04
DASHERS & DESIGN	USA	78/739517	24-Oct-05	3142186	12-Sep-06
Design Only (Ice Cream Cone In Pot)	USA	72/136887	30-Jan-62	737304	04-Sep-62
DESIGN ONLY (TWO HEARTS)	USA	73/435972	25-Jul-83	1321586	19-Feb-85
Design only (Witch)	USA	73/438383	08-Aug-83	1334929	07-May-85
DESIGN ONLY-ROUND CAKE	USA	73/436171	25-Jul-83	1321592	19-Feb-85
FIZZLERS	USA	75/606571	16-Dec-98	2551481	26-Mar-02
FLYING SAUCER	USA	78/962956	29-Aug-06	3327970	30-Oct-07
FLYING SAUCER	USA	78/720054	25-Sep-05	3135817	29-Aug-06
FLYING SAUCER	USA	78/529860	09-Dec-04	3137015	29-Aug-06
Flying Saucer and Design	USA	72/412980	08-Nov-71	949961	02-Jan-73
FUDGIE FANATICS	USA	78/443045	29-Jun-04	3034740	27-Dec-05
FUDGIE THE WHALE	USA	78/962959	29-Aug-06	3258658	03-Jul-07
FUDGIE THE WHALE	USA	73/434460	14-Jul-83	1342998	18-Jun-85
GAME BALL	USA	75/451986	31-Dec-98	2276742	07-Sep-99
HUG ME THE BEAR	USA	73/434462	14-Jul-83	1379376	21-Jan-86
ICEBERGS	USA	77/512068	01-Jul-08	3674184	25-Aug-09
IT'S WHAT HAPPY TASTES LIKE	USA	78/301465	17-Sep-03	2895682	19-Oct-04
IT'S WHAT HAPPY TASTES LIKE.	USA	78/464836	10-Aug-04	3011145	01-Nov-05

Trademark	Country	Application No.	Application Date	Registration No.	Registration Date
LIL' LOVE	USA	75/452256	18-Mar-98	2264542	27-Jul-99
LIL' ROUNDERS	USA	77/513108	02-Jul-08	3664804	04-Aug-09
LOVE & LAUGHTER	USA	76/286676	17-Jul-01	2555920	02-Apr-02
MISCELLANEOUS DESIGN (CAR)	USA	78/962932	29-Aug-06	3266977	17-Jul-07
MISCELLANEOUS DESIGN (ICE CREAM CONE	USA	78/945878	06-Aug-06	3266963	17-Jul-07
MISCELLANEOUS DESIGN (NUTTY THE GHOST)	USA	78/945877	06-Aug-06	3266962	17-Jul-07
MISCELLANEOUS DESIGN (WHALE)	USA	78/962966	29-Aug-06	3264843	17-Jul-07
MOTHER EARTH	USA	78/733677	14-Oct-05	3157701	17-Oct-06
NUTTY THE GHOST	USA	78/531401	13-Dec-04	3028856	13-Dec-05
ORANGE BREEZE	USA	78/599832	01-Apr-05	3079316	11-Apr-06
SLICE MMMS	USA	76/534707	21-Jul-03	2956550	31-May-05
SNOWMAN (Cake Mold Design)	USA	78/460441	02-Aug-04	3118485	18-Jul-06
SUNDAE DASHERS	USA	78/875743	03-May-06	3213185	27-Feb-07
Super Pak	USA	73/229046	27-Aug-79	1213375	19-Oct-82
SURPRISE SOMEONE SPECIAL TONIGHT	USA	75/585976	11-Jun-98	2302111	21-Dec-99
Thinny-Thin	USA	72/438331	13-Oct-72	972509	06-Nov-73
TOM THE TURKEY	USA	73/434466	14-Jul-83	1341212	11-Jun-85
TURKEY (Cake Mold Design)	USA	78/460498	02-Aug-04	3115437	11-Jul-06
TWICE CREAM	USA	72/295015	05-Apr-68	866915	18-Mar-69
Uptown Smoothies	USA	78/315800	20-Oct-03	2918968	18-Jan-05
WEDNESDAY IS SUNDAE	USA	76/050143	16-May-00	2514557	04-Dec-01
WE'RE CREAMY. WE'RE CRUNCHY. WE'RE CARVEL CORPORATION	USA	76/493534	28-Feb-03	2914177	28-Dec-04
WHALE (cake mold design)	USA	78/460574	02-Aug-04	3094986	23-May-06

TRADEMARK LICENSES

Licensee Name	Licensor Name	Agreement	Contract Status	Agreement Date
Celebration Foods LLC	Carvel Corporation	License Agreement	Effective	1/1/2005