

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
General Mills Cereals, LLC		05/30/2012	LIMITED LIABILITY COMPANY:

RECEIVING PARTY DATA

Name:	General Mills IP Holdings II, LLC
Street Address:	Number One General Mills Boulevard
City:	Minneapolis
State/Country:	MINNESOTA
Postal Code:	55426
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 63

Property Type	Number	Word Mark
Registration Number:	1554932	APPLE CINNAMON CHEERIOS
Registration Number:	1553122	APPLE CINNAMON CHEERIOS
Registration Number:	3778077	BANANA NUT CHEERIOS
Registration Number:	1531112	
Registration Number:	3969938	
Registration Number:	2625229	BEE HAPPY. BEE HEALTHY.
Registration Number:	3248324	BEE HEART HEALTHY!
Registration Number:	2830737	BERRY BURST
Registration Number:	2765790	BERRY BURST CHEERIOS
Registration Number:	3422726	BERRY LUCKY CHARMS
Registration Number:	2087834	CHEERIOS
Registration Number:	0414338	CHEERIOS
Registration Number:	2653506	CHEERIOS
Registration Number:	2604083	CHEERIOS

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Registration Number:	1734860	CHEERIOS
Registration Number:	2743345	CHEERIOS
Registration Number:	3422766	CHEERIOS
Registration Number:	1647570	CHEERIOS
Registration Number:	3289120	CHEERIOS CIRCLE OF HELPING HEARTS
Registration Number:	3340742	CHEERIOS CRUNCH
Registration Number:	3219904	CHEERIOS NURTURING CIRCLE
Registration Number:	3187427	O CHEERIOS NURTURING CIRCLE
Registration Number:	3853354	CHOCOLATE CHEERIOS
Registration Number:	3132227	CHOCOLATE LUCKY CHARMS
Registration Number:	3948998	CINNAMON BURST CHEERIOS
Registration Number:	1346597	CINNAMON TOAST CRUNCH
Registration Number:	3344581	CINNAMON TOAST CRUNCH
Registration Number:	3498992	CINNAMON TOAST CRUNCH
Registration Number:	1681353	CINNAMON TOAST CRUNCH
Registration Number:	3411447	CINNAMON TOAST CRUNCH
Registration Number:	3151736	CIRCLE OF HEALTHY HEARTS
Registration Number:	3218877	FIND YOUR HAPPY TASTE
Registration Number:	2120303	FRENCH TOAST CRUNCH
Registration Number:	2070610	FROSTED CHEERIOS
Registration Number:	2054081	FROSTED THE 'HOLE WAY AROUND!
Registration Number:	3299987	FRUITY CHEERIOS
Registration Number:	2297824	
Registration Number:	1148469	HONEY NUT CHEERIOS
Registration Number:	2592448	HONEY NUT CHEERIOS
Registration Number:	1212620	IT'S A HONEY OF AN 'O'
Registration Number:	3422657	IT'S GOOD TO BE GOOD TO YOURSELF
Registration Number:	3498920	
Registration Number:	0759322	LUCKY CHARMS
Registration Number:	4062529	LUCKY CHARMS TREATS
Registration Number:	3880897	MORE GRAINS LESS YOU!
Registration Number:	1710278	MULTI GRAIN CHEERIOS
Registration Number:	3219903	NURTURING CIRCLE
Registration Number:	3187426	NURTURING CIRCLE
Registration Number:	3538493	SALUDABLICIOSO

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REEL: 004834 FRAME: 0691

	3773192	TAKE THE STEPS
Registration Number:	3141991	TEAM CHEERIOS
Registration Number:	2261169	THE 1 AND ONLY CHEERIOS
Registration Number:	3771589	THE ONE AND ONLY
Registration Number:	2089466	THE TASTE YOU CAN SEE
Registration Number:	3518021	THEY'RE MAGICALLY DELICIOUS!
Registration Number:	3155194	YOGURT BURST
Registration Number:	3160746	YOGURT BURST CHEERIOS
Serial Number:	85578225	
Serial Number:	85514636	CHEERIOS MEDLEY CRUNCH
Serial Number:	85630775	CINNAMON TOAST CRUNCH
Serial Number:	85339896	FROSTED TOAST CRUNCH
Serial Number:	85514637	HONEY NUT CHEERIOS MEDLEY CRUNCH
Serial Number:	77865660	LOVE YOUR HEART SO YOU CAN DO WHAT YOU LOVE

CORRESPONDENCE DATA

Fax Number: 7637642268
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 763-764-2593
Email: trade.marks@genmills.com
Correspondent Name: Ann Hinrichs
Address Line 1: Number One General Mills Boulevard
Address Line 4: Minneapolis, MINNESOTA 55426

NAME OF SUBMITTER:	Ann M. Hinrichs
Signature:	/Ann M. Hinrichs/
Date:	08/03/2012

Total Attachments: 3
source=022 - Recordable Trademark Assignment (from Cereals to IP Holdings II)#page1.tif
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TRADEMARK ASSIGNMENT

This Trademark Assignment (this "Assignment") is executed by the undersigned on this 30th day of May, 2012, pursuant to that certain Contribution Agreement dated as of the date hereof (the "Contribution Agreement"), by and between General Mills Cereals, LLC, a limited liability company duly organized and existing under the laws of Delaware, having a place of business at, Number One General Mills Blvd., Minneapolis, Minnesota 55426 ("Assignor"), and General Mills IP Holdings II, LLC, a limited liability company duly organized and existing under the laws of Delaware, having a place of business at, Number One General Mills Blvd., Minneapolis, Minnesota 55426 ("Assignee").

WHEREAS, Assignor is the owner of the trademarks identified on the attached Schedule A (the "Trademarks");

WHEREAS, Assignor, desires to assign the Trademarks to Assignee, and Assignee desires to acquire the Trademarks from Assignor;

NOW, THEREFORE, pursuant to the Contribution Agreement, for good and valuable consideration, the receipt and sufficiency of which was acknowledged, Assignor did assign to Assignee all right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized thereby, the registrations identified on Schedule A, the applications, renewals and other rights associated therewith and all remedies against infringements, violations and dilutions thereof.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be duly executed as of the date first written above.

GENERAL MILLS CEREALS, LLC
by its Managing Member:

GM Cereals Operations, Inc.


By: Michael P. Zechmeister
Title: Treasurer *CM*

STATE OF MINNESOTA)
) ss.
COUNTY OF HENNEPIN)

On this 30th day of May, 2012, before me, a Notary Public within and for said County, personally appeared Michael P. Zechmeister, to me known to be the person described in and who executed the foregoing instrument and acknowledged that he executed the same as he free act and deed.

Seal:





Notary Public

Schedule A: Attached
fb.us.8636579.02

TRADEMARK ASSIGNMENT - SCHEDULE A

APPLE CINNAMON CHEERIOS	1,554,932	REGISTERED	09/05/1989
APPLE CINNAMON CHEERIOS (DESIGN, v2)	1,553,122	REGISTERED	08/22/1989
BANANA NUT CHEERIOS	3,778,077	REGISTERED	04/20/2010
BEE (DESIGN ONLY, v2)	1,531,112	REGISTERED	03/21/1989
BEE (DESIGN ONLY, v4)	3,969,938	REGISTERED	05/31/2011
BEE HAPPY. BEE HEALTHY.	2,625,229	REGISTERED	09/24/2002
BEE HEART HEALTHY!	3,248,324	REGISTERED	05/29/2007
BERRY BURST	2,830,737	REGISTERED	04/06/2004
BERRY BURST CHEERIOS	2,765,790	REGISTERED	09/16/2003
BERRY LUCKY CHARMS	3,422,726	REGISTERED	05/06/2008
CHEERIOS	2,087,834	REGISTERED	08/12/1997
CHEERIOS	414,338	REGISTERED	06/05/1945
CHEERIOS	2,653,506	REGISTERED	11/26/2002
CHEERIOS	2,604,083	REGISTERED	08/06/2002
CHEERIOS	1,734,860	REGISTERED	11/24/1992
CHEERIOS	2,743,345	REGISTERED	07/29/2003
CHEERIOS	3,422,766	REGISTERED	05/06/2008
CHEERIOS (DESIGN, v1)	1,647,570	REGISTERED	06/11/1991
CHEERIOS CIRCLE OF HELPING HEARTS	3,289,120	REGISTERED	09/04/2007
CHEERIOS CRUNCH	3,340,742	REGISTERED	11/20/2007
CHEERIOS NURTURING CIRCLE (DESIGN, v1)	3,219,904	REGISTERED	03/20/2007
CHEERIOS NURTURING CIRCLE (DESIGN, v1)	3,187,427	REGISTERED	12/19/2006
CHOCOLATE CHEERIOS	3,853,354	REGISTERED	09/28/2010
CHOCOLATE LUCKY CHARMS	3,132,227	REGISTERED	08/22/2006
CINNAMON BURST CHEERIOS	3,948,998	REGISTERED	04/19/2011
CINNAMON TOAST CRUNCH	1,346,597	REGISTERED	07/02/1985
CINNAMON TOAST CRUNCH	3,344,581	REGISTERED	11/27/2007
CINNAMON TOAST CRUNCH	3,498,992	REGISTERED	09/09/2008
CINNAMON TOAST CRUNCH	1,681,353	REGISTERED	03/31/1992
CINNAMON TOAST CRUNCH (DESIGN, v1)	3,411,447	REGISTERED	04/15/2008
CIRCLE OF HEALTHY HEARTS	3,151,736	REGISTERED	10/03/2006
FIND YOUR HAPPY TASTE	3,218,877	REGISTERED	03/13/2007
FRENCH TOAST CRUNCH	2,120,303	REGISTERED	12/09/1997
FROSTED CHEERIOS	2,070,610	REGISTERED	06/10/1997
FROSTED THE HOLE WAY AROUND	2,054,081	REGISTERED	04/22/1997
FRUITY CHEERIOS	3,299,987	REGISTERED	09/25/2007
HEART (DESIGN ONLY, v1)	2,297,824	REGISTERED	12/07/1999
HONEY NUT CHEERIOS	1,148,469	REGISTERED	03/17/1981
HONEY NUT CHEERIOS	2,592,448	REGISTERED	07/09/2002
IT'S A HONEY OF AN 'O'	1,212,620	REGISTERED	10/12/1982
IT'S GOOD TO BE GOOD TO YOURSELF	3,422,657	REGISTERED	05/06/2008
LEPRECHAUN (DESIGN ONLY, v1)	3,498,920	REGISTERED	09/09/2008
LUCKY CHARMS	759,322	REGISTERED	10/29/1963
LUCKY CHARMS TREATS	4,062,529	REGISTERED	11/29/2011
MORE GRAINS LESS YOU!	3,880,897	REGISTERED	11/23/2010
MULTI GRAIN CHEERIOS	1,710,278	REGISTERED	08/25/1992
NURTURING CIRCLE	3,219,903	REGISTERED	03/20/2007
NURTURING CIRCLE	3,187,426	REGISTERED	12/19/2006
SALUDABLIOSO	3,538,493	REGISTERED	11/25/2008

TAKE THE STEPS	3,773,192	REGISTERED	04/06/2010
TEAM CHEERIOS	3,141,991	REGISTERED	09/12/2006
THE 1 AND ONLY CHEERIOS	2,261,169	REGISTERED	07/13/1999
THE ONE AND ONLY	3,771,589	REGISTERED	04/06/2010
THE TASTE YOU CAN SEE	2,089,466	REGISTERED	08/19/1997
THEY'RE MAGICALLY DELICIOUS!	3,518,021	REGISTERED	10/14/2008
YOGURT BURST	3,155,194	REGISTERED	10/10/2006
YOGURT BURST CHEERIOS	3,160,746	REGISTERED	10/17/2006
BAKER (DESIGN ONLY, v2)	85/578,225	PENDING	03/23/2012
CHEERIOS MEDLEY CRUNCH	85/514,636	PENDING	01/12/2012
CINNAMON TOAST CRUNCH	85/630,775	PENDING	05/21/2012
FROSTED TOAST CRUNCH	85/339,896	PENDING	06/07/2011
HONEY NUT CHEERIOS MEDLEY CRUNCH	85/514,637	PENDING	01/12/2012
LOVE YOUR HEART SO YOU CAN DO WHAT YOU LOVE	77/865,660	PENDING	11/05/2009
