

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
Kim & Scott's Gourmet Pretzels, Inc.		04/02/2013	CORPORATION: ILLINOIS
RECEIVING PARTY DATA			
Name:	J&J Snack Foods Corp.		
Street Address:	6000 Central Highway		
City:	Pennsauken		
State/Country:	NEW JERSEY		
Postal Code:	08109		
Entity Type:	CORPORATION: NEW JERSEY		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2726413	KIM & SCOTT'S GOURMET PRETZELS	
CORRESPONDENCE DATA			
Fax Number:			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Email:	kckline@duanemorris.com		
Correspondent Name:	J. Rodman Steele, Jr.		
Address Line 1:	5100 TOWN CENTER CIRCLE, SUITE 650		
Address Line 4:	BOCA RATON, FLORIDA 33486		
ATTORNEY DOCKET NUMBER:	F6027-13700		
NAME OF SUBMITTER:	J. Rodman Steele, Jr.		
Signature:	/J. Rodman Steele, Jr./		
Date:	04/04/2013		

CH \$40.00 2726413

Total Attachments: 4

source=207-1370 Assignment#page1.tif

source=207-1370 Assignment#page2.tif

source=207-1370 Assignment#page3.tif

source=207-1370 Assignment#page4.tif

TRADEMARK AGREEMENT

This TRADEMARK AGREEMENT (this "Agreement") is made by and between Kim and Scott's Gourmet Pretzels, Inc., an Illinois corporation having an address at 2107 West Carroll Street, Chicago, Illinois 60612 ("ASSIGNOR"), and J&J Snack Foods Corp., a New Jersey corporation having an address at 6000 Central Highway, Pennsauken, New Jersey 08109 ("ASSIGNEE") and is effective as of the date of ASSIGNOR'S signature hereto (the "Effective Date").

WHEREAS, on May 8, 2012, the Parties entered into a certain Trademark Assignment (the "Existing Agreement" attached at Exhibit 1) that has been in effect prior to the Effective Date;

WHEREAS, the purpose of this Agreement is to confirm the Existing Agreement and correct certain registration numbers and registration dates identified in Schedule A thereto.

NOW, THEREFORE, in consideration of the foregoing, as well as other good and valuable consideration the receipt and adequacy of which is hereby freely acknowledged, the Parties, intending to be legally bound hereby, agree as follows:

1. The Existing Agreement identifies the following U.S. trademarks in Schedule A:

Mark	Reg. No.	Reg. Date
PRETZELS WITH A PURPOSE		
PRETIOLA	3,118,421	2/18/2006
KIM & SCOTT'S GOURMET PRETZELS	2,264,755	7/27/1999

(the "Trademarks")

2. The correct registration/application numbers and registration dates for the Trademarks are:

Mark	Reg. No. (App. No.)	Reg. Date
PRETZELS WITH A PURPOSE	(85/644,863)	
PRETIOLA	3,118,421	7/18/2006
KIM & SCOTT'S GOURMET PRETZELS	2,726,413	6/17/2003

3. The above correction for the mark KIM & SCOTT'S GOURMET PRETZELS applies to the word mark listed second to last in the Exhibit A/Schedule 1 to the Existing Agreement.
4. Except as corrected by this Agreement, the undersigned hereby ratify, confirm and republish the Existing Agreement.

IN WITNESS WHEREOF, ASSIGNOR has executed and delivered this Trademark Agreement by its duly authorized representative.

Dated: April 2, 2013

KIM AND SCOTT'S GOURMET PRETZELS, INC.

By: 

Name: Scott Holstein

Title: COO & Founder

EXHIBIT 1

TRADEMARK ASSIGNMENT

This Trademark Assignment (the "Assignment") is entered into this 8th day of May, 2012 by and between Kim and Scott's Gourmet Pretzels, Inc., an Illinois corporation having an address of 2107 West Carroll Street, Chicago, Illinois 60612 ("Assignor") and J&J Snack Foods Corp., a New Jersey corporation having an address of 6000 Central Highway, Pennsauken, New Jersey 08109 ("Assignee").

WHEREAS, Assignor is the owner of the trademarks set forth on Schedule 1 attached hereto and incorporated herein by this reference, including all common law trademark rights in the marks and any applications and registrations therefor (the "Marks");

WHEREAS, Assignee is acquiring the business of Assignee related to the manufacturing and selling soft pretzels to the wholesale market (the "Purchased Business") and the parties have concurrently entered into an Asset Purchase Agreement where under Assignee has acquired the Marks.

NOW, THEREFORE, in consideration of the premises set forth above and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

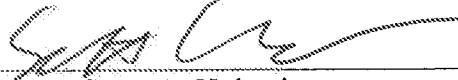
1. Assignor hereby sells, transfers, conveys and assigns to Assignee, and Assignee hereby accepts from Assignor, all right title, and interest in and to the Marks together with the goodwill associated with the Marks, including any trademark registrations thereof and applications therefor, as well as all common law rights thereto. Assignee shall have the sole right to sue and collect damages and/or profits for both past and present infringements of the Marks.

2. Assignee, at its own cost and expense, shall record a fully executed copy of this Assignment with the United States Patent and Trademark Office and any other agency having jurisdiction over the ownership of the Marks, including all foreign trademark offices.

IN WITNESS WHEREOF, the parties hereto have caused this Trademark Assignment to be executed by their respective duly authorized representatives as of the day and year above written.

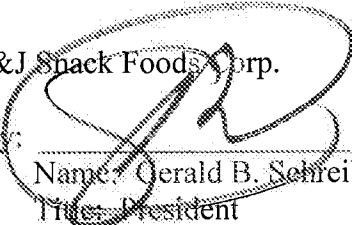
ASSIGNOR:

Kim and Scott's Gourmet Pretzels, Inc.

By: 
Name: Scott A. Holstein
Title: President

ASSIGNEE:

J&J Snack Foods Corp.

By: 
Name: Gerald B. Schreiber
Title: President

AFR 6/7/12

EXHIBIT A

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
PRETZEL DOUGH		
PRETZELS WITH A PURPOSE		
PRETZELS FOR PEACE		
KIM & SCOTT'S CAFÉ TWIST		
KIM AND SCOTT'S CAFÉ TWIST		
KIM AND SCOTT'S CRAVE BAR		
KIM & SCOTT'S CRAVE BAR		
PRETZEL POWER	3,245,548	5/22/2007
KIM AND SCOTT'S PRETZEL BAKERY TWISTING CAFE	3,180,314	12/5/2006
KIM & SCOTT'S PRETZEL BAKERY TWISTING CAFÉ	3,192,457	1/02/2007
PRETIOLA	3,118,421	2/18/2006
COCOA BAR	3,219,048	3/13/2007
KIM & SCOTT'S GOURMET PRETZELS	2,264,775	7/27/1999
KIM & SCOTT'S GOURMET PRETZELS (and Design)	2,264,775	7/27/1999

2094777 v3