

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
NUT HEADS CHOCOLATE FACTORY, INC.		10/31/2013	CORPORATION: MINNESOTA

RECEIVING PARTY DATA	
Name:	WELLS FARGO BANK, NATIONAL ASSOCIATION
Street Address:	1525 WEST W.T. HARRIS BLVD.
City:	CHARLOTTE
State/Country:	NORTH CAROLINA
Postal Code:	28262
Entity Type:	a national banking association: UNITED STATES

PROPERTY NUMBERS Total: 4		
Property Type	Number	Word Mark
Registration Number:	4347284	KOOKAMUNGA CRUNCH
Registration Number:	4262219	NUTHEADS CHOCOLATE FACTORY
Serial Number:	85264411	NUTHEADS
Serial Number:	85751263	KOOKAMUNGA

CORRESPONDENCE DATA	
Fax Number:	6129778650
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
Phone:	612.977.8483
Email:	sbourdaux@briggs.com
Correspondent Name:	Sarina Bourdaux, Paralegal
Address Line 1:	80 South Eighth Street
Address Line 2:	2200 IDS Center
Address Line 4:	Minneapolis, MINNESOTA 55402

ATTORNEY DOCKET NUMBER:	20351.321
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CH \$115.00 4347284

NAME OF SUBMITTER:	Lyndsay R. Capeder, Esq.
Signature:	/LYNDSAY R. CAPEDE, ESQ./
Date:	11/04/2013
Total Attachments: 3 source=Nut Heads Notice#page1.tif source=Nut Heads Notice#page2.tif source=Nut Heads Notice#page3.tif	

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Amended and Restated Security Agreement dated as of October 31, 2013 (as the same may hereafter be amended, modified, extended or restated from time to time, the "Security Agreement") from NUT HEADS CHOCOLATE FACTORY, INC., a Minnesota corporation (the "Grantor") in favor of WELLS FARGO BANK, NATIONAL ASSOCIATION, a national banking association, in its capacity as administrative agent for the benefit of the Secured Parties defined therein (the "Administrative Agent"), the Grantor has granted to the Administrative Agent, for the benefit of itself and the other Secured Parties (as defined in the Security Agreement) a continuing security interest in and continuing lien upon, among other things, the trademarks shown below:

REGISTERED TRADEMARKS		
DESCRIPTION OF TRADEMARK	REGISTRATION NUMBER	REGISTRATION DATE
KOOKAMUNGA CRUNCH	4,347,284	6/4/2013
NUTHEADS CHOCOLATE FACTORY	4,262,219	12/18/2012

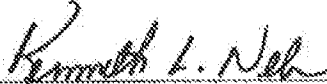
TRADEMARK APPLICATIONS		
DESCRIPTION OF TRADEMARK APPLICATION	APPLICATION NUMBER	APPLICATION DATE
NUTHEADS	85264411	2/11/2011
KOOKAMUNGA	85751263	11/11/2012

[Remainder of page intentionally left blank; signature page follows]

The Grantor and the Administrative Agent hereby acknowledge and agree that the security interest in the foregoing trademarks (i) may only be terminated in accordance with the terms of the Security Agreement, and (ii) is not to be construed as an assignment of any trademark.

Very truly yours,

NUT HEADS CHOCOLATE FACTORY, INC.
a Minnesota corporation

By: 
Name: Kenneth L. Nelson
Title: Chief Executive Officer/President

Acknowledged and accepted
as of _____, 2013:

WELLS FARGO BANK, NATIONAL ASSOCIATION,
a national banking association, as Administrative Agent

By _____
Vice President

[Signature Page to Notice of Grant of Security Interest in Trademarks (Nut Heads)]

The Grantor and the Administrative Agent hereby acknowledge and agree that the security interest in the foregoing trademarks (i) may only be terminated in accordance with the terms of the Security Agreement, and (ii) is not to be construed as an assignment of any trademark.

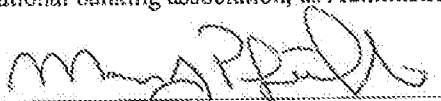
Very truly yours,

NUT HEADS CHOCOLATE FACTORY, INC.
a Minnesota corporation

By: _____
Name: Kenneth L. Nelson
Title: Chief Executive Officer/President

Acknowledged and accepted
as of 10/31, 2013:

WELLS FARGO BANK, NATIONAL ASSOCIATION,
a national banking association, as Administrative Agent

By: 
Mark J. Pietffer
Senior Vice President

[Signature Page to Notice of Grant of Security Interest in Trademarks (Nut Heads)]