

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM320119

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Russell Stover Candies, LLC		09/08/2014	LIMITED LIABILITY COMPANY: MISSOURI
RECEIVING PARTY DATA			
Name:	Chocoladefabriken Lindt & Sprüngli AG		
Street Address:	Seestrasse 204		
City:	Kilchberg		
State/Country:	SWITZERLAND		
Postal Code:	Ch-8802		
Entity Type:	CORPORATION: SWITZERLAND		
PROPERTY NUMBERS Total: 40			
Property Type	Number	Word Mark	
Registration Number:	1321108		
Registration Number:	1581784		
Registration Number:	0758502	MINT DREAM	
Registration Number:	2619093	BUILD-A-BOX	
Registration Number:	2010973	BYZANTINE	
Registration Number:	3466268	ELEGANT ASSORTMENT	
Registration Number:	1343050	HOME FASHIONED	
Registration Number:	2145499	KEEPSAKE ASSORTMENT	
Registration Number:	1317209	ONLY THE FINEST	
Registration Number:	1642465	PECAN CROWNS	
Registration Number:	3202010	PRIVATE RESERVE	
Registration Number:	0739454	RUSSELL STOVER	
Registration Number:	3427538	RUSSELL STOVER INTERNATIONALE	
Registration Number:	3285296	THE GIFT BOX	
Registration Number:	1434123	THE TASTEFUL GIFT TO GIVE	
Registration Number:	3545573	HANDCRAFTED IN SMALL BATCHES	
Registration Number:	3670874	CHOCOLATE CONNECTIONS	
Registration Number:	3725254	RUSSELL STOVER HANDCRAFTED IN SMALL BATC	
Registration Number:	3895317	1,000,000,000	
TRADEMARK			

CH \$1015.00 1321108

Property Type	Number	Word Mark
Registration Number:	3901912	ONE BILLION
Registration Number:	3967251	RUSSELL STOVER NOTE 1,000,000,000 IN BUN
Registration Number:	3967252	RUSSELL STOVER NOTE 1,000,000,000 IN BUN
Registration Number:	3967253	RUSSELL STOVER NOTE 1,000,000,000 IN BUN
Registration Number:	3967254	RUSSELL STOVER NOTE 1,000,000,000 IN BUN
Registration Number:	3895322	RUSSELL STOVER NOTE 1,000,000,000 IN GOB
Registration Number:	3895323	RUSSELL STOVER NOTE 1,000,000,000 IN GOB
Registration Number:	3895324	RUSSELL STOVER NOTE 1,000,000,000 IN GOB
Registration Number:	3935577	RUSSELL STOVER NOTE 1,000,000,000 IN SAN
Registration Number:	3865872	CUPID COUPON
Registration Number:	3865885	ORNAMINTS
Registration Number:	3942149	RUSSELL STOVER NOTE; HAPPY HANUKKAH; 18;
Registration Number:	4355166	BREAK-IT RABBIT
Registration Number:	4359171	IDDY BIDDY BUNNIES
Registration Number:	4437562	IDDY BIDDY
Serial Number:	86254771	GALENTINE
Serial Number:	86254784	GALENTINE'S
Serial Number:	86281102	DIP-IT RABBIT
Serial Number:	86302423	DIP-IT
Serial Number:	86336119	LOVE U TO PIECES
Serial Number:	86384993	GREAT PUMPKIN

CORRESPONDENCE DATA

Fax Number: 9134510875

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

Phone: 913-451-5100

Email: gkraai@lathropgage.com

Correspondent Name: Gerald M Kraai

Address Line 1: 10851 Mastin Blvd, Bldg 82 Suite 1000

Address Line 4: Overland Park, KANSAS 66210

ATTORNEY DOCKET NUMBER:	562109
NAME OF SUBMITTER:	Gerald M. Kraai
SIGNATURE:	/Gerald M. Kraai/
DATE SIGNED:	10/15/2014

Total Attachments: 4

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INTELLECTUAL PROPERTY ASSIGNMENT AGREEMENT

This Intellectual Property Assignment Agreement (the "Assignment") is made and entered into as of September 8, 2014 (the "Effective Date"), by and between Russell Stover Candies, LLC, a Missouri limited liability company ((f/k/a Russell Stover Candies, Inc. prior to its conversion, the "Assignor") and Chocoladefabriken Lindt & Sprüngli AG, a Swiss corporation (the "Assignee").

WHEREAS, under the terms of the Intellectual Property Purchase Agreement, dated as of September 8, 2014, by and among Assignor, Assignee and Whitman's Candies, LLC, a Kansas limited liability company (f/k/a Whitman's Candies, Inc. prior to its conversion, the "Assignor") (the "IP Purchase Agreement"), Assignor has conveyed, transferred and assigned to Assignee, certain intellectual property of Assignor, and has agreed to execute and deliver this Assignment, for recording with governmental authorities including, but not limited to, the U.S. Patent and Trademark Office and the U.S. Copyright Office; and

WHEREAS, the Assignor is disregarded as an entity separate from Lindt & Sprüngli (USA) Inc., a New York corporation, for U.S. federal income tax purposes.

NOW, THEREFORE, the Assignor and the Assignee agree as follows:

1. Assignment. For valuable consideration, receipt of which is herewith confirmed and accepted by Assignor, Assignor does hereby sell, convey, assign, transfer and deliver to Assignee, and Assignee hereby accepts, all of Assignor's rights, title, benefits and interests in and to the applications and registrations for intellectual property as per attached Annex and all associated goodwill.
2. Recordation. Assignor hereby requests the Commissioner of Patents and Trademarks, the U.S. Copyright Office, and any other applicable governmental entity or registrar (including any applicable foreign or international office or registrar), to record Assignee as the owner of the patents, trademarks, copyrights, or other intellectual property (as applicable), and to issue any and all patents, trademarks, copyrights or other intellectual property (as applicable) to Assignee, as assignee of the entire right, title and interest in, to and under the same, for the sole use and enjoyment of Assignee, its successors, assigns or other legal representatives, as Assignee may determine in its sole discretion. Assignee shall have the right to record this Assignment with all applicable government authorities and registrars so as to perfect its ownership of the intellectual property.
3. Successors and Assigns. This Assignment shall bind and inure to the benefit of the Assignor, Assignee and each of their respective successors and assigns.
4. Counterparts. This Assignment may be executed in several counterparts and may be delivered by electronic transmission, each of which shall be deemed to be an original, and all such counterparts shall constitute one and the same instrument.
5. Governing Law. This Assignment shall be construed and enforced in accordance with the laws of the State of New York, without regard to conflict of laws principles.

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IN WITNESS WHEREOF, the parties have executed this Assignment effective as of the date first set forth above.

ASSIGNOR:

RUSSELL STOVER CANDIES, LLC
BY: LINDT & SPRÜNGLI (USA) INC., its sole member

By: 

Name: Ernst Tanner
Title: Member of the Board of Directors

By: 

Name: Dr. Dieter Weisskopf
Title: Member of the Board of Directors

ASSIGNEE:

CHOCOLADEFABRIKEN LINDT & SPRÜNGLI AG

By: 

Name: Uwe Sommer
Title: Director Marketing & Sales, Member of Group Management

By: 

Name: Oliver Montani
Title: Head Corporate Controlling

[Signature Page to RSC's Intellectual Property Assignment Agreement]

ANNEX

MARK	APPL. NO.	APPL. DATE	REG. NO.	REG. DATE	STATUS
DESIGN (Rose)	73/470,838	19-Mar-1984	1321108	19-Feb-1985	Registered
DESIGN (Bow)	73/748,430	26-Aug-1988	1581784	6-Feb-1990	Registered
MINT DREAM	72/126,814	28-Aug-1961	758502	15-Oct-1963	Registered
BUILD-A-BOX	75/923,251	18-Feb-2000	2619093	10-Sep-2002	Registered
BYZANTINE	74/621,834	12-Jan-1995	2010973	22-Oct-1996	Registered
ELEGANT ASSORTMENT	77/285,017	20-Sep-2007	3466268	15-Jul-2008	Registered
HOME FASHIONED	73/473,781	4-Apr-1984	1343050	18-Jun-1985	Registered
KEEPSAKE ASSORTMENT	75/191,130	1-Nov-1996	2145499	17-Mar-1998	Registered
ONLY THE FINEST	73/472,691	28-Mar-1984	1317209	29-Jan-1985	Registered
PECAN CROWNS	74/004,857	24-Nov-1989	1642465	23-Apr-1991	Registered
PRIVATE RESERVE	78/848,772	29-Mar-2006	3202010	23-Jan-2007	Registered
RUSSELL STOVER	72/117,551	10-Apr-1961	739454	16-Oct-1962	Registered
RUSSELL STOVER INTERNATIONALE	77/046,134	16-Nov-2006	3427538	13-May-2008	Registered
THE GIFT BOX	77/062,644	12-Dec-2006	3285296	28-Aug-2007	Registered
THE TASTEFUL GIFT TO GIVE	73/577,872	16-Jan-1986	1434123	24-Mar-1987	Registered
HANDCRAFTED IN SMALL BATCHES	77/472,100	12-May-2008	3545573	9-Dec-2008	Registered
CHOCOLATE CONNECTIONS	77/604,720	31-Oct-2008	3670874	18-Aug-2009	Registered
RUSSELL STOVER HANDCRAFTED IN SMALL BATCHES (and design)	77/740,073	19-May-2009	3725254	15-Dec-2009	Registered
1,000,000,000	77/918,829	24-Jan-2010	3895317	21-Dec-2010	Registered
ONE BILLION	77/918,827	24-Jan-2010	3901912	4-Jan-2011	Registered
RUSSELL STOVER NOTE 1,000,000,000 IN BUNNIES WE TRUST 1,000,000,000 ONE BILLION NET WT 2 OZ (57 G) BUNNY HAPPY MCCARROT 1,000,000,000 SOLID MILK CHOCOLATE 1,000,000,000	77/919,952	26-Jan-2010	3967251	24-May-2011	Registered
RUSSELL STOVER NOTE 1,000,000,000 IN BUNNIES WE TRUST 1,000,000,000 ONE BILLION NET WT 2 OZ (57 G) BUNNY HAPPY MCCARROT 1,000,000,000 SOLID MILK CHOCOLATE 1,000,000,000	77/919,954	26-Jan-2010	3967252	24-May-2011	Registered
RUSSELL STOVER NOTE 1,000,000,000 IN BUNNIES WE TRUST 1,000,000,000 ONE BILLION NET WT 2 OZ (57 G) BUNNY HAPPY MCCARROT 1,000,000,000 SOLID MILK CHOCOLATE 1,000,000,000	77/919,955	26-Jan-2010	3967253	24-May-2011	Registered
RUSSELL STOVER NOTE 1,000,000,000 IN BUNNIES WE TRUST 1,000,000,000 ONE BILLION NET WT 2 OZ (57 G) BUNNY HAPPY MCCARROT 1,000,000,000 SOLID MILK CHOCOLATE 1,000,000,000	77/919,957	26-Jan-2010	3967254	24-May-2011	Registered
RUSSELL STOVER NOTE 1,000,000,000 IN GOBLINS WE TRUST 1,000,000,000 31 ONE BILLION BOO 10311031 31 NET WT 2 OZ (57 G) BUSTER JACK O? LANTERN 31 1,000,000,000 SOLID MILK CHOCOLATE 1,000,000,000	77/919,963	26-Jan-2010	3895322	21-Dec-2010	Registered

RUSSELL STOVER NOTE 1,000,000,000 IN GOBLINS WE TRUST 1,000,000,000 31 ONE BILLION BOO 10311031 31 NET WT 2 OZ (57 G) FRANK JACK O? LANTERN 31 1,000,000,000 SOLID MILK CHOCOLATE 1,000,000,000	77/919,976	26-Jan-2010	3895323	21-Dec-2010	Registered
RUSSELL STOVER NOTE 1,000,000,000 IN GOBLINS WE TRUST 1,000,000,000 31 ONE BILLION BOO 10311031 31 NET WT 2 OZ (57 G) WITCHY JACK O? LANTERN 31 1,000,000,000 SOLID MILK CHOCOLATE 1,000,000,000	77/919,985	26-Jan-2010	3895324	21-Dec-2010	Registered
RUSSELL STOVER NOTE 1,000,000,000 IN SANTA WE TRUST 1,000,000,000 25 ONE BILLION 12251225 25 NET WT 2 OZ (57 G) SANTA MRS. S. CLAUS WIFE OF SANTA 25 1,000,000,000 SOLID MILK CHOCOLATE 1,000,000,000	77/919,992	26-Jan-2010	3935577	22-Mar-2011	Registered
CUPID COUPON	77/929,919	7-Feb-2010	3865872	19-Oct-2010	Registered
ORNAMINTS	77/965,777	23-Mar-2010	3865885	19-Oct-2010	Registered
RUSSELL STOVER NOTE; HAPPY HANUKKAH; 18; 18,000,000,000; 18 BILLION; NET WT 2 OZ (57G); SOLID MILK CHOCOLATE (and design)	85/033,732	9-May-2010	3942149	5-Apr-2011	Registered
BREAK-IT RABBIT	85590043	5-Apr-2012	4355166	18-Jun-2013	Registered
IDDY BIDDY BUNNIES	85642235	4-Jun-2012	4359171	25-Jun-2013	Registered
IDDY BIDDY	85809040	21-Dec-2012	4437562	19-Nov-2013	Registered
GALENTINE	86254771	17-Apr-2014			Pending
GALENTINE'S	86254784	17-Apr-2014			Pending
DIP-IT RABBIT	86281102	14-May-2014			Pending
DIP-IT	86302423	6-Jun-2014			Pending
LOVE U TO PIECES	86336119	14-Jul-2014			Pending
GREAT PUMPKIN	86384993	4-Sep-2014			Pending