

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM320873

<b>SUBMISSION TYPE:</b>	CORRECTIVE ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Corrective Assignment to correct the cover sheet, which incorrectly states that the assignor is a #LTD LIAB JT ST CO# instead of a #Limited Liability Company#. previously recorded on Reel 005380 Frame 878. Assignor(s) hereby confirms the Assignor #Whitman#s Candies, LLC# is a Kansas limited liability company as shown in the attached assignment..

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Whitman's Candies, LLC		09/08/2014	LIMITED LIABILITY COMPANY: KANSAS

## RECEIVING PARTY DATA

<b>Name:</b>	Chocoladefabriken Lindt & Sprüngli AG
<b>Street Address:</b>	Seestrasse 204
<b>City:</b>	Kilchberg
<b>State/Country:</b>	SWITZERLAND
<b>Postal Code:</b>	Ch-8802
<b>Entity Type:</b>	CORPORATION: SWITZERLAND

## PROPERTY NUMBERS Total: 17

Property Type	Number	Word Mark
Registration Number:	2085043	CLOISONNE TIN
Registration Number:	1970594	FUSSY
Registration Number:	2281003	MILLIONAIRE\$
Registration Number:	1492468	MILLIONAIRES
Registration Number:	0962159	PANGBURN'S
Registration Number:	2066139	SALMAGUNDI
Registration Number:	0155868	SAMPLER
Registration Number:	3229836	SAMPLER
Registration Number:	2637059	SUPER EXTRA
Registration Number:	1905805	TRILLIONAIRES
Registration Number:	0050866	WHITMAN'S
Registration Number:	0325862	WHITMAN'S SAMPLER
Registration Number:	0417866	WHITMAN'S SAMPLER
Registration Number:	2183053	ZILLIONAIRES
Registration Number:	3697041	WHITMAN'S RESERVE
Registration Number:	3981986	BILLIONAIRES
Registration Number:	4364484	AIR-BONS

TRADEMARK

**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@lathroppage.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:** 10/22/2014**Total Attachments: 7**

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## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM320088

<b>SUBMISSION TYPE:</b>		NEW ASSIGNMENT	
<b>NATURE OF CONVEYANCE:</b>		ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL	
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Whitman's Candles, LLC		09/08/2014	LTD LIAB JT ST CO KANSAS

**RECEIVING PARTY DATA**

<b>Name:</b>	Chocoladefabriken Lindt & Sprüngli AG
<b>Street Address:</b>	Seestrasse 204
<b>City:</b>	Kilchberg
<b>State/Country:</b>	SWITZERLAND
<b>Postal Code:</b>	Ch-8802
<b>Entity Type:</b>	CORPORATION: SWITZERLAND

**PROPERTY NUMBERS Total: 17**

Property Type	Number	Word Mark
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Registration Number:	1970594	FUSSY
Registration Number:	2281003	MILLIONAIRES\$
Registration Number:	1492468	MILLIONAIRES
Registration Number:	0962159	PANGBURN'S
Registration Number:	2066139	SALMAGUNDI
Registration Number:	0155868	SAMPLER
Registration Number:	3229836	SAMPLER
Registration Number:	2637059	SUPER EXTRA
Registration Number:	1905805	TRILLIONAIRES
Registration Number:	0050866	WHITMAN'S
Registration Number:	0325862	WHITMAN'S SAMPLER
Registration Number:	0417868	WHITMAN'S SAMPLER
Registration Number:	2183053	ZILLIONAIRES
Registration Number:	3697041	WHITMAN'S RESERVE
Registration Number:	3981988	BILLIONAIRES
Registration Number:	4364484	AIR-BONS

**CORRESPONDENCE DATA**

Fax Number: 9134510875

900304186

TRADEMARK  
REEL: 005385 FRAME: 0887

REEL: 005385 FRAME: 0887

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*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: 3**

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source=Whitmans Assign Trademarks to Chocoladefabriken Lindt & Sprungli AG (9-8-14)#page3.tif

## 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 Whitman's Candies, LLC, a Kansas limited liability company (f/k/a Whitman's 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 Russell Stover Candies, LLC, a Missouri limited liability company (f/k/a Russell Stover Candies, Inc. prior to its conversion) (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:

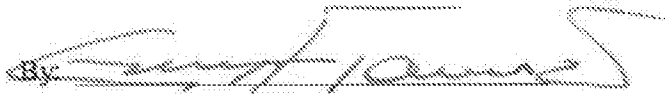
1. Assignment. For valuable consideration, receipt of which is herewith confirmed and accepted by Assignor, Assignor does hereby sell, convey, assign, transfer and deliver to Assignee, and Assignee hereby accepts, all of Assignor's rights, title, benefits and interests in and to the applications and 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.

*[Remainder of Page Intentionally Left Blank]*

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

**ASSIGNOR:**

**WHITMAN'S CANDIES, LLC**  
**BY: LINDT & SPRÜNGLI (USA) INC., its sole member**

By: 

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

By: 

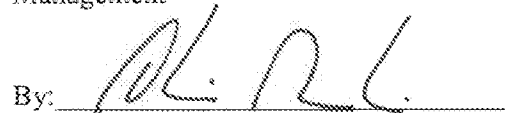
Name: Dr. Dieter Weisskopf  
Title: Member of the Board of Directors

**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 Whitman's Intellectual Property Assignment Agreement]*

**ANNEX**

<b>MARK</b>	<b>APPL. NO.</b>	<b>APPL. DATE</b>	<b>REG. NO.</b>	<b>REG. DATE</b>	<b>STATUS</b>
<b>CLOISONNÉ TIN</b>	74/599,862	17-Nov-1994	2,085,043	29-Jul-1997	Registered
<b>FUSSY</b>	74/593,106	31-Oct-1994	1,970,594	23-Apr-1996	Registered
<b>MILLIONAIRE\$ (and design)</b>	75/480,059	6-May-1998	2,281,003	28-Sep-1999	Registered
<b>MILLIONAIRES</b>	73/633,969	5-Dec-1986	1,492,468	14-Jun-1988	Registered
<b>PANGBURN'S</b>	72/416,880	28-Feb-1972	962,159	26-Jun-1973	Registered
<b>SALMAGUNDI</b>	74/593,107	31-Oct-1994	2,066,139	3-Jun-1997	Registered
<b>SAMPLER (stylized)</b>	71/153,634	1-Oct-1921	155,868	6-Jun-1922	Registered
<b>SAMPLER</b>	78/911,165	19-Jun-2006	3,229,836	17-Apr-2007	Registered
<b>SUPER EXTRA (and design)</b>	76/246,846	27-Apr-2001	2,637,059	15-Oct-2002	Registered
<b>TRILLIONAIRES</b>	74/536,227	10-Jun-1994	1,905,805	18-Jul-1995	Registered
<b>WHITMAN'S (stylized)</b>	71/014,402	8-Nov-1905	50,866	3-Apr-1906	Registered
<b>WHITMAN'S SAMPLER (and design)</b>	71/361,862	26-Feb-1935	325,862	9-Jul-1935	Registered
<b>WHITMAN'S SAMPLER (stylized)</b>	71/479,655	9-Feb-1945	417,866	20-Nov-1945	Registered
<b>ZILLIONAIRES</b>	75/328,217	21-Jul-1997	2,183,053	18-Aug-1998	Registered
<b>WHITMAN'S RESERVE</b>	77/646,287	9-Jan-2009	3,697,041	13-Oct-2009	Registered
<b>BILLIONAIRES</b>	77/718,967	21-Apr-2009	3,981,986	21-Jun-2011	Registered
<b>AIR-BONS</b>	85/779,970	15-Nov-2012	4,364,484	9-Jul-2013	Registered