

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM747677

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT		
NATURE OF CONVEYANCE:	Corrective Assignment to correct the the receiving party to Zitner's Fine Confections, Inc. and to amend the effective date from 07/31/2020 to 08/01/2020. previously recorded on Reel 007203 Frame 0361. Assignor(s) hereby confirms the Assignment of the entire interest and the good will..		
RESUBMIT DOCUMENT ID:	900703812		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Zitner Candy Corp.		06/16/2022	Corporation: PENNSYLVANIA
RECEIVING PARTY DATA			
Name:	Zitner's Fine Confections, Inc.		
Street Address:	3120 N. 17th Street		
City:	Philadelphia		
State/Country:	PENNSYLVANIA		
Postal Code:	19132		
Entity Type:	Corporation: PENNSYLVANIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	5025213	ZITNER'S FINE CONFECTIONS SINCE 1922	
CORRESPONDENCE DATA			
Fax Number:	2156894934		
<i>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.</i>			
Phone:	2159791191		
Email:	nkmclaughlin@duanemorris.com		
Correspondent Name:	Nicole K. McLaughlin; DUANE MORRIS LLP		
Address Line 1:	30 South 17th Street		
Address Line 4:	Philadelphia, PENNSYLVANIA 19103-4196		
ATTORNEY DOCKET NUMBER:	G3008-00004		
NAME OF SUBMITTER:	Nicole K. McLaughlin		
SIGNATURE:	/Nicole K. McLaughlin/		
DATE SIGNED:	08/11/2022		
Total Attachments: 5			
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TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
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ETAS ID: TM628274

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL
RESUBMIT DOCUMENT ID:	900583986
SEQUENCE:	2

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Zitner Candy Corp		07/31/2020	Corporation: PENNSYLVANIA

RECEIVING PARTY DATA

Name:	S Zitner Confections Inc.
Street Address:	3120 N. 17th Street
City:	Philadelphia
State/Country:	PENNSYLVANIA
Postal Code:	19132
Entity Type:	Corporation: PENNSYLVANIA

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Serial Number:	86694237	ZITNER'S FINE CONFECTIONS SINCE 1922

CORRESPONDENCE DATA

Fax Number: 6106926210

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: 6104308000

Email: rhuggins@lambmcerlane.com

Correspondent Name: Roger N. Huggins, Esq., Counsel for Corp.

Address Line 1: 24 E. Market Street

Address Line 2: PO Box 565

Address Line 4: West Chester, PENNSYLVANIA 19381

NAME OF SUBMITTER:	Roger N. Huggins, Esq., Counsel
SIGNATURE:	/roger huggins/
DATE SIGNED:	02/25/2021

Total Attachments: 2

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AMENDED AND RESTATED BILL OF SALE

This **AMENDED AND RESTATED BILL OF SALE** ("Bill of Sale") is executed this 16th day of June, 2022, but is effective as of August 1, 2020 (the "Effective Date") by **Zitner Candy Corp.** ("Seller") in favor of **Zitner's Fine Confections, Inc.** ("Buyer"). This Bill of Sale amends and restates in its entirety that certain Bill of Sale dated July 31, 2020 ("Original Bill of Sale") in order to, *inter alia*, correct the Effective Date and name and identity of the Buyer, which were erroneously designated in the Original Bill of Sale as "July 31, 2020" and "S Zitner Confections, Inc" instead of "August 1, 2020" and "Zitner's Fine Confections, Inc."

WHEREAS, Seller is the holder of all of the assets, both tangible and intangible, used in the production and sale of its confection products; and

WHEREAS, Seller and Buyer are parties to that certain Asset Acquisition and Purchase and Sale Agreement dated as August 1, 2020 (the "Agreement") providing for, among other things, the sale and transfer of all of Seller's right, title and interest in and to the Seller company assets, tangible and intangible (including all goodwill), to Buyer; and

WHEREAS, Seller desires to effectuate the sale and transfer to Buyer of all Seller company assets, but none of its liabilities, by the execution and delivery of this Bill of Sale.

NOW THEREFORE, for and in consideration of the sum of \$1,050,000.00, plus pro-rations and adjustments as set forth in the Agreement, paid to it at or before the ensembling and delivery of these presents, the premises and mutual agreements set forth herein and therein and other good and valuable consideration, the receipt and sufficiency of which Seller hereby acknowledges, the Seller hereby agrees as follows:

1. Pursuant to the terms of the Agreement, Seller does hereby sell, transfer, and deliver to Buyer, all of its right, title and interest in the assets, to and under the Agreement, tangible and intangible (including all goodwill), without recourse, and without warranty of any kind or nature, except as provided for in the Agreement. Notwithstanding the execution date of this Bill of Sale, the conveyance effected hereby shall be effective for all purposes as of the Effective Date. This Bill of Sale is being executed and delivered pursuant to Section 2 of the Original Bill of Sale.

2. Seller shall, from time to time at Buyer's reasonable request, execute such further documentation and take such further action as is necessary and appropriate to effectuate the sale, assignment, transfer and delivery of the assets of Seller to Buyer.

3. This Bill of Sale shall be governed by the laws of the State of Pennsylvania without regard to its principles of conflicts of laws. Facsimile or "pdf" signatures hereto shall have the same force and effect as original signatures hereto.

Signature page follows

IN WITNESS WHEREOF, Seller has executed this Bill of Sale on the day and year first above written.

ZITNER CANDY CORP

By: 

Name: Evan Prochniak

Title: Sole Shareholder

BILL OF SALE

This **BILL OF SALE** ("Bill of Sale") is made on July 31, 2020 by Zitner Candy Corp ("Seller") in favor of S Zitner Confections Inc ("Buyer").

WHEREAS, Seller is the holder of all the assets, both tangible and intangible, used in the production and sale of its confection products; and

WHEREAS, Seller and Buyer are parties to that certain Purchase and Sale Agreement, dated as of July , 2020 (the "Agreement") providing for, among other things, the sale, and transfer of all of Seller's right, title and interest in the Company assets, unto Buyer; and

WHEREAS, Seller desires to effectuate the sale and transfer to Buyer of all company assets, but none of its liabilities, by the execution and delivery of this Bill of Sale.

NOW THEREFORE, for and in consideration of the sum of \$1,050,000.00, plus prorations and adjustments as set forth in the Agreement, paid to it at or before the ensealing and delivery of these presents, the premises and mutual agreements set forth herein and therein and other good and valuable consideration, the receipt and sufficiency of which Seller hereby acknowledges, Seller hereby agrees as follows:

1. Pursuant to the terms of the Agreement, Seller does hereby sell, transfer, and deliver to Buyer, as of the Closing Date, all of its right, title and interest in the assets, to and under the Agreement, without recourse, and without warranty of any kind or nature, except as provided for in the Agreement.
2. On and after the date hereof, Seller shall, from time to time at Buyer's reasonable request, execute such further documentation and take such further action as is necessary and appropriate to effectuate the sale, assignment, transfer and delivery of the assets of the Company to Buyer.
3. This Bill of Sale shall be governed by and construed in accordance with the laws of the State of Pennsylvania without regard to its principles of conflicts of laws. Facsimile or 'PDF' signatures hereto shall have the same force and effect as original signatures hereto.

[Signature Page Follows]

IN WITNESS WHEREOF, Seller has executed this Bill of Sale on the day and year first above written.



By: _____

Name: **Evan Prochniak**

Title: Sole Shareholder of Zitner Candy Corp