

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|----------------------------------|--|-----------------------|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Grueser Enterprises, Inc. | | 04/15/2005 | CORPORATION: COLORADO |
| RECEIVING PARTY DATA | | | |
| Name: | Fuzziwig's Candy Factory, Inc. | | |
| Street Address: | 10 Town Plaza, PMB #222 | | |
| City: | Durango | | |
| State/Country: | COLORADO | | |
| Postal Code: | 81301 | | |
| Entity Type: | CORPORATION: COLORADO | | |
| PROPERTY NUMBERS Total: 2 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 1932116 | CANDY HQTRS | |
| Registration Number: | 1447952 | HELP-UR-SELF | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (303)629-3450 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | 303-629-3400 | | |
| Email: | johnson.marilyn@dorsey.com | | |
| Correspondent Name: | Dorsey & Whitney LLP | | |
| Address Line 1: | 370 Seventeenth Street, Suite 4700 | | |
| Address Line 4: | Denver, COLORADO 80202-5647 | | |
| ATTORNEY DOCKET NUMBER: | M4745US ~ 462622-5 | | |
| NAME OF SUBMITTER: | Lisa A. Osman | | |
| Signature: | /3463 LAO/ | | |
| Date: | 10/31/2005 | | |

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Total Attachments: 2

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TRADEMARK ASSIGNMENT

WHEREAS, Grueser Enterprises, Inc., a Colorado corporation ("Assignor"), is the owner of the trademarks, trademark registrations and trademark applications in the form more fully described in **Exhibit A** hereto (the "Marks");

WHEREAS, Assignor desires to assign and Fuzziwig's Candy Factory, Inc., a Colorado corporation ("Assignee") desires to receive all of Assignor's right, title and interest in and to the Marks, together with the goodwill associated therewith.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, transfers, assigns and sets over unto Assignee, its successors and assigns, all of Assignor's entire right, title and interest in and to the Marks, in the United States of America and any foreign countries, together with the goodwill associated therewith, all common law rights related to the Marks, all rights of registration, renewal and extension, and the right to recover for damages and profits for past infringements thereof.

Assignor agrees to execute and deliver at the request of Assignee all papers, instruments, and assignments, and to perform any other reasonable acts Assignee may request in order to vest all of Assignor's right, title, and interest in and to the Marks in Assignee and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by Assignee, to the extent such evidence is in the possession or control of Assignor.

IN TESTIMONY WHEREOF, the undersigned Assignor and Assignee have executed this Assignment effective as of July 1, 2004.

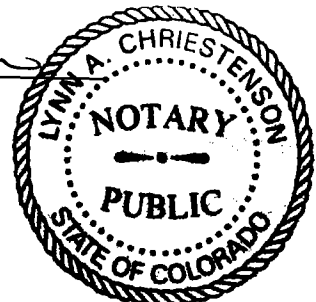
ASSIGNOR

William D. Grueser, President

STATE OF Colorado)
) ss.
COUNTY OF Routt)

Before me personally appeared William D. Grueser on behalf of Grueser Enterprises, Inc., who acknowledged the foregoing instrument to be a free act and deed and also represented that he is authorized to execute the same this 15 day of April, in the year 2005.

Lynn A. Christenson
Notary Public



My commission expires: 9-29-08

[SEAL]

My Commission Expires Sept. 29, 2008

EXHIBIT A

| Trademark | Country | Application No. | Registration No. |
|---------------------------|----------------|------------------------|-------------------------|
| <i>Candy HQtrs</i> | United States | 74/458,355 | 1,932,116 |
| HELP-UR-SELF | United States | 73/581,981 | 1,447,952 |