

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Cherrydale Fundraising, L.L.C.		02/27/2009	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Cherry Bros., L.L.C.
Street Address:	146 Montgomery Avenue
Internal Address:	c/o Savran Benson LLP
City:	Bala Cynwyd
State/Country:	PENNSYLVANIA
Postal Code:	19004
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Registration Number:	3046686	BEARFOOTE HOLLER
Registration Number:	2858580	C & D DISTRIBUTING
Registration Number:	2846015	CHEERLEADER USA
Registration Number:	1408811	CHERRYDALE FARMS
Registration Number:	1791779	CHERRYDALE FARMS
Registration Number:	2415883	EWES VIEW
Registration Number:	1627455	FIREFIGHTER'S
Registration Number:	3291783	PAMPERED SPA
Serial Number:	76627958	LOST COW
Serial Number:	77185689	WORLD BOOK OF CHOCOLATES
Serial Number:	78749046	MONSTER BITES
Serial Number:	76548589	PECANDIES
Serial Number:	78929785	PAWS

CH \$390.00 3046686

Registration Number:	3328432	CELEBRATE
Serial Number:	77253470	ROSEBUD

CORRESPONDENCE DATA

Fax Number: (215)965-1331
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 215-965-1348
Email: csmith@panitchlaw.com
Correspondent Name: Laura A. Genovese
Address Line 1: 2005 Market Street
Address Line 2: One Commerce Square, Suite 2200
Address Line 4: Philadelphia, PENNSYLVANIA 19103

ATTORNEY DOCKET NUMBER:	688074.5003
NAME OF SUBMITTER:	Laura A. Genovese
Signature:	/Laura A. Genovese/
Date:	03/04/2009

Total Attachments: 4
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ASSIGNMENT OF TRADEMARKS AND GOODWILL

This Assignment is made effective as of the ____ day of February, 2009, by and between Cherrydale Fundraising, L.L.C. a Delaware limited liability company, ("Assignor") and Cherry Bros., L.L.C., a Delaware limited liability company ("Assignee").

WHEREAS, Assignor is using and is the sole and exclusive owner of all right, title and interest in and to the trademarks and United States trademark registrations and trademark registration applications listed and/or described on Appendix A attached hereto and made a part hereof (the "Marks"), and all common law rights to the Marks and all of the goodwill associated with the Marks; and

NOW THEREFORE, for the sum of one dollar (\$1.00), and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign, grant and convey to Assignee all right, title and interest, including common law rights, in the Marks, and all issued registrations with respect to same, as well as the goodwill related to the Marks and the right to sue for past infringement of the Marks. Assignor will execute any and all further documents necessary to transfer to Assignee title in and to the Marks.

IN TESTIMONY WHEREOF, Assignor has executed this Assignment on the day and year first above written.

ASSIGNOR

CHERRYDALE FUNDRAISING, L.L.C.

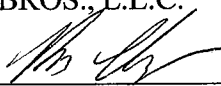
By: _____

Name: _____

Title: _____

ASIGNEE

CHERRY BROS., L.L.C.

By: 

Name: Russ Cherry

Title: President

ME1\5845860.1

ASSIGNMENT OF TRADEMARKS AND GOODWILL

This Assignment is made effective as of the ____ day of February, 2009, by and between Cherrydale Fundraising, L.L.C. a Delaware limited liability company, ("Assignor") and Cherry Bros., L.L.C., a Delaware limited liability company ("Assignee").

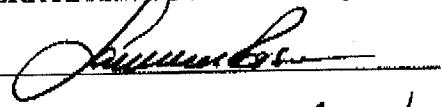
WHEREAS, Assignor is using and is the sole and exclusive owner of all right, title and interest in and to the trademarks and United States trademark registrations and trademark registration applications listed and/or described on Appendix A attached hereto and made a part hereof (the "Marks"), and all common law rights to the Marks and all of the goodwill associated with the Marks; and

NOW THEREFORE, for the sum of one dollar (\$1.00), and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign, grant and convey to Assignee all right, title and interest, including common law rights, in the Marks, and all issued registrations with respect to same, as well as the goodwill related to the Marks and the right to sue for past infringement of the Marks. Assignor will execute any and all further documents necessary to transfer to Assignee title in and to the Marks.

IN TESTIMONY WHEREOF, Assignor has executed this Assignment on the day and year first above written.

ASSIGNOR

CHERRYDALE FUNDRAISING, L.L.C.

By: 

Name: LAWRENCE ROSEN

Title: CHAIRMAN

ASIGNEE

CHERRY BROS., L.L.C.

By: _____

Name: _____

Title: _____

ME15945860.1

APPENDIX A

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Friday, January 23, 2009		Trademark List by Owner			Page: 1
Owner: CH/ND Cherrydale Fundraising, L.L.C.					
Trademark	Docket Number/Subclass Country Name	Status Class(es)	Application Number/Date	Registration Number/Date	
BEARFOOTE HOLLER	0096195470/ United States of America	Registered 03 Int.	76/596,510 10-Jun-2004	3,046,686 17-Jan-2006	
C & D DISTRIBUTING	0096195471/ United States of America	Registered 35 Int.	76/455,912 04-Oct-2002	2,858,580 29-Jun-2004	
CHEERLEADER USA	0096195499/ United States of America	Registered 30 Int.	76/455,910 04-Oct-2002	2,846,015 25-May-2004	
CHERRYDALE FARMS	0096195500/ United States of America	Registered 30 Int.	73/580,602 31-Jan-1986	1,408,811 09-Sep-1986	
CHERRYDALE FARMS (Stylized)	0096195501/ United States of America	Registered 30 Int.	74/310,841 02-Sep-1992	1,791,779 07-Sep-1993	
EWE'S VIEW & Design	0096195502/ United States of America	Registered 04 Int., 21 Int.	75/902,260 24-Jan-2000	2,415,883 26-Dec-2000	
FIREFIGHTER'S	0096195503/ United States of America	Registered 30 Int.	74/039,792 19-Mar-1990	1,627,455 11-Dec-1990	
LOST COW	0096195504/ United States of America	Suspended 03 Int.	76/627,958 13-Jan-2005		
PAMPERED SPA	0096195505/ United States of America	Registered 03 Int.	78/695,810 18-Aug-2005	3,291,783 11-Sep-2007	
WORLD BOOK OF CROCOLATES	96196285/ United States of America	Allowed 30 Int.	77/185,689 21-May-2007		

Common Law (Unregistered) Marks

MARK	APPLICATION NO.	FILING DATE
MONSTER BITES	78/749,046	11/8/05
PECANDIES	76/548,589	5/17/05
PAWS	78/929,785	7/20/06
CELEBRATE		3,328,432
ROSEBUD	77/253,470	

The Applications for World Book of Chocolates, Rosebud, Monster Bites, Pecandies and Paws have been abandoned.