

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	01/01/2013		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	FARLEY'S AND SATHERS CANDY COMPANY, INC.		01/01/2013
			Entity Type
			CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	FERRARA PAN CANDY CO., INC.		
Street Address:	One Tower Lane		
City:	Oakbrook Terrace		
State/Country:	ILLINOIS		
Postal Code:	60181		
Entity Type:	CORPORATION: ILLINOIS		
PROPERTY NUMBERS Total: 178			
	Property Type	Number	Word Mark
	Registration Number:	3664517	LOTS' A POPS
	Registration Number:	4110099	SOUR BRITE EGGS
	Registration Number:	4009674	SOUR BRITE OCTOPUS
	Registration Number:	4009647	SOUR BRITE CRAWLERS
	Registration Number:	3726644	JUJUBES
	Registration Number:	4054066	WILD FRUITS
	Registration Number:	4235167	MEGA CANDY MIX
	Registration Number:	3894863	FRUIT STRIPE
	Registration Number:	3901507	JUJYFRUITS
	Registration Number:	4010305	BIG BOLD BEARS
	Registration Number:	4036405	SUJUJY
	Registration Number:	3292224	BOMBERS

OP \$4465.00 3664517

Registration Number:	3976070	TROLLI SODA POPPERS
Registration Number:	2048110	PEACH SMASH
Registration Number:	2568488	PEACHIE-O'S
Registration Number:	1911624	RADBERRY
Registration Number:	2140788	TROLLI CATERPILLARS
Registration Number:	2140787	TROLLI OCTOPUS
Registration Number:	2146247	TROLLI SQUIGGLES
Registration Number:	1285440	TROLLI
Registration Number:	2157627	TROPIC-O'S
Registration Number:	1758561	YIPES
Registration Number:	1861097	YUMMY GUMMIES
Registration Number:	3247324	SQUIGGLES
Registration Number:	3671080	RAIN-BLO POPS
Registration Number:	3310870	JUJUBES
Registration Number:	3310869	JUJUBES
Registration Number:	3398129	SWEETWISTS
Registration Number:	3330295	PEACH SMASH
Registration Number:	3768960	SASSY TARTS
Registration Number:	3985237	KIDDIE MIX
Registration Number:	2664623	RED RASPBERRY DOLLARS
Registration Number:	846765	SATHERS
Registration Number:	1580360	NOW & LATER
Registration Number:	1535577	SPLITS
Registration Number:	1674426	NOW AND LATER
Registration Number:	968775	RAIN-BLO
Registration Number:	504862	SUPER BUBBLE
Registration Number:	882574	SUPER BUBBLE
Registration Number:	3184922	SUPER BUBBLE BUBBLE GUM
Registration Number:	3235143	SUPER BUBBLE XL
Registration Number:	3084802	SWEET STRIPES
Registration Number:	3620659	HULABERRY
Registration Number:	1044334	FARLEY'S
Registration Number:	220367	RED HOT DOLLARS
Registration Number:	3180101	
Registration Number:	3050511	RED RADBERRY

	3505299	RAIN-BLO POPS
Registration Number:	2797654	EYE POPPERS
Registration Number:	1697059	EYES OF TERROR
Registration Number:	2220492	FARLEY'S
Registration Number:	2255145	FARLEY'S
Registration Number:	3188226	FARLEY'S
Registration Number:	1997772	MIGHTY BITE
Registration Number:	3294775	PARTY TIME MIX
Registration Number:	788583	MILKMAID
Registration Number:	3652513	SURGIN' SOUR
Registration Number:	1918231	CHAMPAGNE MIX
Registration Number:	515075	CHUCKLES
Registration Number:	1300843	
Registration Number:	3235142	COLOR BUBBLES BUBBLE GUM BALLS ASSORTED FLAVORS
Registration Number:	3310868	JUJUBES
Registration Number:	2308556	BRITE CRAWLER EGGS
Registration Number:	1788939	BRITE CRAWLERS
Registration Number:	2480967	BRITE OCTOPUS
Registration Number:	1980687	GREEN TINGLEBERRY
Registration Number:	2127831	GUMMALLOS
Registration Number:	1896376	GUMMY BEARS & FRIENDS
Registration Number:	1997667	GUMMY BEARS & HEARTS
Registration Number:	1977189	GUMMY BEARS & SCARES!
Registration Number:	3134248	HAMMERHEAD SHARKS
Registration Number:	2292903	HARVEST MIX
Registration Number:	293766	HEIDE
Registration Number:	243976	HEIDE
Registration Number:	2292855	HIDE & SEEK EGGS
Registration Number:	1242236	COLOR.BUBBLES
Registration Number:	2399062	COLOR.BUBBLES
Registration Number:	1720539	COOL GRAPE
Registration Number:	3050510	BLUE RADBERRY
Registration Number:	3087325	BOBS
Registration Number:	610000	BOBS

Registration Number:	2196676	BOBS SWEET STRIPES
Registration Number:	3150533	BOBS SWEET STRIPES BRAND
Registration Number:	3201209	FRUIT STRIPE 5 JUICY FLAVORS
Registration Number:	1029501	FRUIT STRIPE ASSORTED GUM
Registration Number:	3227185	FRUIT STRIPE BUBBLE GUM
Registration Number:	1843096	
Registration Number:	1184034	FRUIT STRIPE
Registration Number:	1840725	
Registration Number:	4027028	TROLLI MAKES YOUR DAY
Registration Number:	4074248	MELON PATCH
Registration Number:	1488734	DAE JULIE
Registration Number:	2957302	DARLIN MARLIN
Registration Number:	3387798	SOUR NEON NIGHT CRAWLERS
Registration Number:	2121143	APPLE OS
Registration Number:	1522816	
Registration Number:	1316007	
Registration Number:	3134249	
Registration Number:	1883077	BLACK RADBERRY
Registration Number:	1837440	
Registration Number:	786497	HOT DOG!
Registration Number:	2339223	INTENSE FRUIT CHEWS
Registration Number:	435900	JUJYFRUITS
Registration Number:	1826529	JUJYFRUITS
Registration Number:	1541777	JUM-BLO
Registration Number:	2431597	
Registration Number:	3180059	MELLOWCREME
Registration Number:	2589960	MELON-O'S
Registration Number:	2940171	MEXICAN HATS
Registration Number:	3140009	CHERRY BOMBERS
Registration Number:	3515534	WET'EM & WEAR'EM
Registration Number:	4009700	STRAWBERRY PUFFS
Registration Number:	3648705	BRAIN SURGE
Registration Number:	3796160	GUM IT UP!
Registration Number:	4032842	KID'S COMBO
Registration Number:	3607095	YIPES BITES

	3791886	BOBS
Registration Number:	3611547	SWEET STRIPES
Registration Number:	3469120	BRITE ROCKS
Registration Number:	3471508	CHEWY MIX
Registration Number:	3842466	SASSYTARTS
Registration Number:	3343670	MONKEY BUSINESS
Registration Number:	4022506	PICK-A-MIX
Registration Number:	4053186	PEANUT BUTTER POPPINS
Registration Number:	4273475	GIVE A LITTLE BRACH'S BECAUSE...
Registration Number:	3748984	AMERICA'S #1
Registration Number:	3999692	BRACH'S SINCE 1904
Registration Number:	3919247	BRACH'S ROYALS
Registration Number:	4059901	AMERICA'S #1
Registration Number:	4058769	SOUR SQUIRMS
Registration Number:	2846893	TONGUE PAINTERS
Registration Number:	3614913	BRACH'S
Registration Number:	3791891	DOUBLE DIPPERS
Registration Number:	3748896	AMERICA'S #1 CANDY CORN
Registration Number:	0914107	BRACH'S
Registration Number:	4022696	PICK-A-MIX!
Registration Number:	3628164	SOUR INSANITY
Registration Number:	3257284	CANDY CORN CRUNCH MIX
Registration Number:	2584084	CHICKS & RABBITS
Registration Number:	1836318	DEM BONES
Registration Number:	2107280	BRACH'S MALTS
Registration Number:	1848301	VALEN TINY'S
Registration Number:	2261652	FBF
Registration Number:	2927740	BRACH'S
Registration Number:	1841450	BRACH'S
Registration Number:	0522183	BRACH'S KENTUCKY MINTS
Registration Number:	740287	BRACH'S PICK-A-MIX
Registration Number:	0516342	BRACH'S
Registration Number:	3289276	TRUSTED QUALITY, GREAT TASTE
Registration Number:	1926615	WILD 'N FRUITY
Registration Number:	3038459	ORCHARD FRUIT

	2719858	BUNNY BASKET EGGS
Registration Number:	1916674	FRUTIOS
Registration Number:	1400575	GUMMY SQUIRMS
Registration Number:	740111	HOLIDAY MIX
Registration Number:	2564216	ICE BLUE MINT COOLERS
Registration Number:	870550	KENTUCKY
Registration Number:	2807318	MAKING SMILES SINCE 1904
Registration Number:	1254679	MINT PEARLS
Registration Number:	2070135	STAR BRITES
Registration Number:	1926622	SPECIAL TREASURES
Registration Number:	737266	PARTY MIX
Registration Number:	3445152	PARTY MIX
Registration Number:	1806814	ABRA CABUBBLE
Registration Number:	784530	JOTS
Serial Number:	85352688	FRUIT & YOGURT DUOS
Serial Number:	85638725	NATURALS
Serial Number:	85264688	EVIL TWINS
Serial Number:	77636859	AMAZIN' FRUIT
Serial Number:	85312121	BRACH'S LIFE'S LITTLE CELEBRATIONS
Serial Number:	85589155	POPPINS
Serial Number:	85589153	BRACH'S POPPINS
Serial Number:	85588795	FRUIT FUSIONS
Serial Number:	85089734	BRACH'S NUTTY TRIOS
Serial Number:	85699132	ARCTIC ADVENTURE
Serial Number:	85699129	JUICY BERRIES
Serial Number:	85697253	WUNDER BEANS
Serial Number:	85039916	ROYALS

CORRESPONDENCE DATA

Fax Number: 6123329081
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 612.332.5300
Email: nmatthews@merchantgould.com
Correspondent Name: Andrew S. Ehard
Address Line 1: P.O. Box 2910
Address Line 4: Minneapolis, MINNESOTA 55402

TRADEMARK

REEL: 004962 FRAME: 0982

	15854.00000001
NAME OF SUBMITTER:	Andrew S. Ehard
Signature:	/Andrew S. Ehard/
Date:	02/19/2013
Total Attachments: 3 source=Agreement and Plan of Merger#page1.tif source=Agreement and Plan of Merger#page2.tif source=Agreement and Plan of Merger#page3.tif	

AGREEMENT AND PLAN OF MERGER

OF

FARLEY'S & SATHERS CANDY COMPANY, INC.
(a Delaware Corporation)

AND

FERRARA PAN CANDY CO., INC.
(an Illinois corporation)

THIS AGREEMENT AND PLAN OF MERGER dated as of January 1, 2013 (the "Plan of Merger"), by and between Farley's & Sathers Candy Company, Inc., a Delaware corporation and Ferrara Pan Candy Co., Inc., an Illinois corporation, has been approved and adopted by the Board of Directors and shareholder of Farley's & Sathers Candy Company, Inc. and approved and adopted by the Board of Directors and shareholder of Ferrara Pan Candy Co., Inc.

FIRST: Farley's & Sathers Candy Company, Inc., which is a corporation organized in the State of Delaware, and which is sometimes hereinafter referred to as the "Terminating Corporation", shall be merged with and into Ferrara Pan Candy Co., Inc. (the "Merger"), which is a corporation organized in the State of Illinois, and which is sometimes hereinafter referred to as the "Surviving Company." The General Corporation Law of the State of Delaware (the "DGCL") permits the merger of a business corporation of said jurisdiction with and into another business corporation of another jurisdiction. The Business Corporation Act of the State of Illinois permits the merger of a business corporation of another jurisdiction with and into another business corporation organized in Illinois.

SECOND: The separate existence of the Terminating Corporation shall cease upon the effective date of the merger in accordance with the provisions of the DGCL.

THIRD: The Surviving Company shall continue its existence pursuant to the provisions of the Business Corporation Act of the State of Illinois.

FOURTH: The Plan of Merger has been approved and adopted by the Board of Directors and shareholder of the Terminating Corporation in accordance with the laws of the State of Delaware and by the Board of Directors and shareholder of the Surviving Company in accordance with the laws of the State of Illinois.

FIFTH: Upon the effective date of the Merger, each of the issued and outstanding shares of the Terminating Corporation shall be cancelled and extinguished by virtue of the merger. All of the issued and outstanding shares of the two entities participating in the Merger are owned by the same entity in identical proportions.

SIXTH: The effective time of the Merger shall be upon simultaneous filings with the Secretaries of State of the States of Delaware and Illinois.

SEVENTH: The street address of the Surviving Company is One Tower Lane, Oakbrook Terrace, IL 60181.

[Signature Page Follows]



IN WITNESS WHEREOF, the parties hereto have caused this Agreement and Plan of Merger to be signed by their respective officers thereunto duly authorized, all as of the day and year first written above.

FARLEY'S & SATHERS CANDY
COMPANY, INC.,
a Delaware corporation

By: Tamara A Koller
Name: Tamara A. Koller
Title: Chief Financial Officer

FERRARA PAN CANDY CO., INC.,
an Illinois corporation

By: Tamara A Koller
Name: Tamara A. Koller
Title: Chief Financial Officer

[Signature Page – Agreement and Plan of Merger]