

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM320498

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
The Bank of New York Mellon, as Collateral Agent		10/17/2014	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	TCBY Systems, LLC
Street Address:	1141 W. 2400 S.
City:	Salt Lake City
State/Country:	UTAH
Postal Code:	84119
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE
Name:	The Mrs. Fields' Brand, Inc.
Street Address:	1141 W. 2400 S.
City:	Salt Lake City
State/Country:	UTAH
Postal Code:	84119
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 66

Property Type	Number	Word Mark
Registration Number:	3243072	BERIYO
Registration Number:	3227796	BERIYO
Registration Number:	3227792	BERIYO BLENDING FRUIT & YOGURT
Registration Number:	3227833	
Registration Number:	3116023	HOLY-CAL
Registration Number:	1978917	JUICE WORKS
Registration Number:	2169323	JUICE WORKS
Registration Number:	3083607	LOW CARB LOVERS
Registration Number:	1793248	MOO
Registration Number:	3027299	PEACHY LEAN
Registration Number:	3245460	PURE YOGURT NIRVANA
Registration Number:	1776095	SENSIBLE TEMPTATIONS
Registration Number:	2163218	SHIVER

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	1773793	SUMMER COOLERS
Registration Number:	1757078	SUNDETTE
Registration Number:	1726014	SUNDETTES
Registration Number:	1901091	TCBY
Registration Number:	1463784	TCBY
Registration Number:	1415353	TCBY
Registration Number:	1550397	TCBY
Registration Number:	3100861	TCBY
Registration Number:	3999551	TCBY FROZEN YOGURT
Registration Number:	2799165	TCBY FRUITHEAD SMOOTHIES
Registration Number:	3006384	TCBY MOO MALT
Registration Number:	1562438	TCBY SHIVER
Registration Number:	2054972	TCBY TREATS
Registration Number:	3119997	TCBY
Registration Number:	1338536	TCBY YOGURT
Registration Number:	1415194	"TCBY" THE COUNTRY'S BEST YOGURT
Registration Number:	1367174	"TCBY" THE COUNTRY'S BEST YOGURT
Registration Number:	3388311	TCBY BERIYO YOGURT · SMOOTHIES · TREATS
Registration Number:	1672857	THE COUNTRY'S BEST YOGURT
Registration Number:	2970599	WORKOUT WHEY
Registration Number:	1567404	YOGWICH
Registration Number:	3230950	YOVANA
Registration Number:	3357255	
Registration Number:	3128159	YOVANA
Registration Number:	3560536	GET CULTURED. EAT YOGURT.
Serial Number:	85438648	YOUR LIFE. YOUR YOGURT. YOUR WAY.
Registration Number:	2741280	1-800-COOKIES
Registration Number:	3206130	BREEZER
Registration Number:	3206822	BREEZER SMOOTHIES
Registration Number:	3128273	BUNDLE OF TREATS
Registration Number:	1843103	COCOMAC
Registration Number:	2967022	CRAVE THE KRUNCH
Registration Number:	1840761	DEBRA'S SPECIAL
Registration Number:	1543094	GOOD ENOUGH NEVER IS
Registration Number:	1983184	MRS. FIELDS
Registration Number:	3723763	MRS. FIELDS
Registration Number:	3806710	MRS. FIELDS
Registration Number:	3719280	MRS. FIELDS
Registration Number:	3719277	MRS. FIELDS

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3793695	MRS. FIELDS
Registration Number:	3384300	MRS. FIELDS
Registration Number:	3384301	MRS. FIELDS
Registration Number:	1299149	MRS. FIELDS
Registration Number:	1256315	MRS. FIELDS COOKIES
Registration Number:	1241619	MRS. FIELDS COOKIES
Registration Number:	3044893	MRS. FIELDS KRUNCH
Registration Number:	3384290	MRS. FIELDS THIRTY YEARS
Registration Number:	3384291	MRS. FIELDS THIRTY YEARS
Registration Number:	2020111	NIBBLERS
Registration Number:	1374117	THE ORIGINAL COOKIE CO.
Registration Number:	1430447	THE ORIGINAL COOKIE CO.
Registration Number:	1404285	THE ORIGINAL COOKIE COMPANY, INC.
Serial Number:	85371537	MRS. FIELDS

CORRESPONDENCE DATA

Fax Number: 3129939767
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: 3129932647
Email: zeynep.gieseke@lw.com
Correspondent Name: Zeynep Gieseke
Address Line 1: 330 N. Wabash Avenue, Suite 2800
Address Line 2: Latham & Watkins LLP
Address Line 4: Chicago, ILLINOIS 60611

ATTORNEY DOCKET NUMBER:	045359-0006
NAME OF SUBMITTER:	Zeynep Gieseke
SIGNATURE:	/zg/
DATE SIGNED:	10/18/2014

Total Attachments: 13
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**RELEASE OF SECURITY INTEREST IN
TRADEMARK RIGHTS**

This RELEASE, dated as of October 17, 2014, is made by The Bank of New York Mellon, as Collateral Agent (in such capacity, the "Collateral Agent") pursuant to the Credit and Guaranty Agreement, dated as of December 13, 2011 (as amended, supplemented or otherwise modified from time to time, the "Credit Agreement") and the Security Agreement, dated as of December 13, 2011 (as amended, supplemented or otherwise modified from time to time, the "Security Agreement"), in each case, among the Grantors (as defined below), the Collateral Agent and the other parties party thereto. Capitalized terms not otherwise defined herein have the meaning assigned to them in the Security Agreement.

W I T N E S S E T H

WHEREAS, TCBY Systems, LLC, a Delaware limited liability company, and The Mrs. Fields' Brand, Inc., a Delaware corporation (collectively, the "Grantors") are parties to the Security Agreement;

WHEREAS, pursuant to the Security Agreement, the Grantors executed the Trademark Security Agreement dated December 13, 2011, among the Grantors and the Collateral Agent (the "Trademark Security Agreement") and recorded with the U.S. Patent and Trademark Office on December 22, 2011 at Reel/Frame No. 4685/0841, pursuant to which the Grantors granted to the Collateral Agent, on behalf of and for the benefit of itself, the Administrative Agent and the Lenders, and to secure the prompt and complete payment and performance of all Secured Obligations, a security interest in all of its right, title and interest in, to and under the Trademark Collateral (as defined in the Trademark Security Agreement);

WHEREAS, pursuant to the Security Agreement, the Grantors have requested that the Collateral Agent release its security interest in all of the Trademark Collateral.

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, the Collateral Agent, without recourse, representation or warranty hereby (i) TERMINATES and RELEASES, with respect to each Grantor, all of its right, title and interest in and to the security interest in all of such Grantor's Trademark Collateral, including the trademark registrations and applications set forth in Schedule A, (ii) re-assigns to such Grantor any and all right, title or interest in may have in such Trademark Collateral, and (ii) agrees, confirms and acknowledges that the Trademark Security Agreement is hereby terminated. In addition, the Collateral Agent agrees, at the Grantors' sole cost and expense, to provide the Grantors with further information and additional authorization reasonably necessary to evidence such release as may be reasonably requested by the Grantors.

IN WITNESS WHEREOF, the Collateral Agent has caused this Release to be duly executed and delivered by its duly authorized officer as of the date first written above.

THE BANK OF NEW YORK MELLON,
as the Collateral Agent

By: 
Name: MELINDA VALENTINE
Title: VICE PRESIDENT

{Signature Page to Release of Security Interest in Trademark Rights}

TRADEMARK
REEL: 005383 FRAME: 0704

Schedule A

[See attached]

SCHEDULE I
(TCBY Systems, LLC)

Notice Addresses:

TCBY Systems, LLC
1141 W. 2400 S.

Salt Lake City, UT 84119

Attn: Michael R. Ward, Esq.

THE BANK OF NEW YORK MELLON

as Collateral Agent

600 E. Las Colinas Blvd. Ste.1300

Irving, Texas 75039-5699

Attn: Melinda K. Valentine

melinda.valentine@bnymellon.com

Trademarks:

Trademark	Legal Owner	Tech Owner	Status	Country	Registration No	Registration Date
BERIYO	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	3,243,072	5/15/2007
BERIYO (& Design)	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	3,227,796	4/10/2007
BERIYO BLENDING FRUIT & YOGURT (& Design)	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	3,227,792	4/10/2007
Berry (Design)	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	3,227,833	4/10/2007

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Trademark	Legal Owner	Tech Owner	Status	Country	Registration No	Registration Date
HOLY-CAL	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	3,116,023	7/18/2006
JUICE WORKS	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	1,978,917	6/4/1996
JUICE WORKS (& Design	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	2,169,323	6/30/1998
LOW CARB LOVERS	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	3,083,607	4/18/2006
MOO	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	1,793,248	9/14/1993
PEACHY LEAN	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	3,027,299	12/13/2005
PURE YOGURT NIRVANA	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	3,245,460	5/22/2007
SENSIBLE TEMPTATIONS	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	1,776,095	6/8/1993
SHIVER	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	2,163,218	6/9/1998
SUMMER COOLERS	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	1,773,793	5/25/1993
SUNDETTE	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	1,757,078	3/9/1993

Trademark	Legal Owner	Tech Owner	Status	Country	Registration No	Registration Date
SUNDETTES	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	1,726,014	10/20/1992
TCBY	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	1,901,091	6/20/1995
TCBY	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	1,463,784	11/3/1987
TCBY	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	1,415,353	10/15/1985
TCBY (&Design)	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	1,550,397	8/1/1989
TCBY (red)	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	3,100,861	6/6/2006
TCBY FROZEN YOGURT	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	3,999,551	7/19/2011
TCBY FRUITHEAD SMOOTHIES (& Design)	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	2,799,165	12/23/2003
TCBY MOO MALT (& Design)	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	3,006,384	10/11/2005
TCBY SHIVER	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	1,562,438	10/24/1989
TCBY TREATS	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	2,054,972	4/22/1997

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Trademark	Legal Owner	Tech Owner	Status	Country	Registration No	Registration Date
TCBY w/Cone (& Design)	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	3,119,997	7/25/2006
TCBY YOGURT	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	1,338,536	5/28/1985
TCBY "THE COUNTRY'S BEST YOGURT"	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	1,415,194	10/28/1986
TCBY "THE COUNTRY'S BEST YOGURT"	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	1,367,174	10/22/1985
TCBY/BERIYO YOGURT SMOOTHIES TREATS (LOGO)	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	3,388,311	2/26/2008
THE COUNTRY'S BEST YOGURT	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	1,672,857	1/21/1992
WORKOUT WHEY	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	2,970,599	7/19/2005
YOGWICH	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	1,567,404	11/21/1989
YOVANA	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	3,230,950	4/17/2007
YOVANA (FRUIT DESIGN)	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	3,357,255	12/18/2007

Trademark	Legal Owner	Tech Owner	Status	Country	Registration No	Registration Date
YOVANA (Stylized)	TCBY Systems, LLC	TCBY Systems, LLC	Registered	UNITED STATES	3,128,159	8/8/2006
GET CULTURED. EAT YOGURT.	TCBY Systems, LLC		Registered	UNITED STATES	3,560,536	1/13/2009

US Trademark Applications

Trademark	Legal Owner	Tech Owner	Status	Country	Application No	Registration Date
YOUR LIFE. YOUR YOGURT. YOUR WAY	TCBY Systems, LLC	TCBY Systems, LLC	Pending	UNITED STATES	85,438,648	10/4/2011

SCHEDULE II
(The Mrs. Fields' Brand, Inc.)

Notice Addresses:

The Mrs. Fields' Brand, Inc.
 1141 W. 2400 S.
 Salt Lake City, UT 84119
 Attn: Michael R. Ward, Esq.

THE BANK OF NEW YORK MELLON
 as Collateral Agent
 600 E. Las Colinas Blvd. Ste.1300
 Irving, Texas 75039-5699
 Attn: Melinda K. Valentine
 melinda.valentine@bnymellon.com

Trademarks:

Trademark	Legal Owner	Tech Owner	Status	Country	Registration No	Registration Date
1-800-COOKIES	The Mrs. Fields' Brand, Inc.	The Mrs. Fields' Brand, Inc.	Registered	UNITED STATES	2,741,280	7/29/2003
BREEZER	The Mrs. Fields' Brand, Inc.	The Mrs. Fields' Brand, Inc.	Registered	UNITED STATES	3,206,130	2/6/2007
BREEZER SMOOTHIES (& Design)	The Mrs. Fields' Brand, Inc.	The Mrs. Fields' Brand, Inc.	Registered	UNITED STATES	3,206,822	2/6/2007

Trademark	Legal Owner	Tech Owner	Status	Country	Registration No	Registration Date
BUNDLE OF TREATS (supplemental)	The Mrs. Fields' Brand, Inc.	The Mrs. Fields' Brand, Inc.	Registered	UNITED STATES	3,128,273	8/8/2006
COCOMAC	The Mrs. Fields' Brand, Inc.	The Mrs. Fields' Brand, Inc.	Registered	UNITED STATES	1,843,103	7/5/1994
CRAVE THE KRUNCH	The Mrs. Fields' Brand, Inc.	The Mrs. Fields' Brand, Inc.	Registered	UNITED STATES	2,967,022	7/12/2005
DEBRA'S SPECIAL	The Mrs. Fields' Brand, Inc.	The Mrs. Fields' Brand, Inc.	Registered	UNITED STATES	1,840,761	6/21/1994
GOOD ENOUGH NEVER IS	The Mrs. Fields' Brand, Inc.	The Mrs. Fields' Brand, Inc.	Registered	UNITED STATES	1,543,094	6/6/1989
MRS. FIELDS (& Design)	The Mrs. Fields' Brand, Inc.	The Mrs. Fields' Brand, Inc.	Registered	UNITED STATES	1,983,184	7/2/1996
MRS. FIELDS (& Design)	The Mrs. Fields' Brand, Inc.	The Mrs. Fields' Brand, Inc.	Registered	UNITED STATES	3,723,763	12/8/2009
MRS. FIELDS (& Design)	The Mrs. Fields' Brand, Inc.	The Mrs. Fields' Brand, Inc.	Registered	UNITED STATES	3,806,710	6/22/2010

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Trademark	Legal Owner	Tech Owner	Status	Country	Registration No	Registration Date
MRS. FIELDS (& Design)	The Mrs. Fields' Brand, Inc.	The Mrs. Fields' Brand, Inc.	Registered	UNITED STATES	3,719,280	12/1/2009
MRS. FIELDS (& Design)	The Mrs. Fields' Brand, Inc.	The Mrs. Fields' Brand, Inc.	Registered	UNITED STATES	3,719,277	12/1/2009
MRS. FIELDS	The Mrs. Fields' Brand, Inc.	The Mrs. Fields' Brand, Inc.	Registered	UNITED STATES	3,793,695	5/25/2010
MRS. FIELDS (Stylized & Design)	The Mrs. Fields' Brand, Inc.	The Mrs. Fields' Brand, Inc.	Registered	UNITED STATES	3,384,300	2/19/2008
MRS. FIELDS (Stylized & Design)	The Mrs. Fields' Brand, Inc.	The Mrs. Fields' Brand, Inc.	Registered	UNITED STATES	3,384,301	2/19/2008
MRS. FIELDS (Stylized)	The Mrs. Fields' Brand, Inc.	The Mrs. Fields' Brand, Inc.	Registered	UNITED STATES	1,299,149	10/2/1984
MRS. FIELDS COOKIES (& Design)	The Mrs. Fields' Brand, Inc.	The Mrs. Fields' Brand, Inc.	Registered	UNITED STATES	1,256,315	11/1/1983
MRS. FIELDS COOKIES (& Design)	The Mrs. Fields' Brand, Inc.	The Mrs. Fields' Brand, Inc.	Registered	UNITED STATES	1,241,619	6/7/1983

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Trademark	Legal Owner	Tech Owner	Status	Country	Registration No	Registration Date
MRS. FIELDS KRUNCH	The Mrs. Fields' Brand, Inc.	The Mrs. Fields' Brand, Inc.	Registered	UNITED STATES	3,044,893	1/17/2006
MRS. FIELDS THIRTY YEAR (& Design)	The Mrs. Fields' Brand, Inc.	The Mrs. Fields' Brand, Inc.	Registered	UNITED STATES	3,384,290	2/19/2008
MRS. FIELDS THIRTY YEAR (& Design)	The Mrs. Fields' Brand, Inc.	The Mrs. Fields' Brand, Inc.	Registered	UNITED STATES	3,384,291	2/19/2008
NIBBLERS	The Mrs. Fields' Brand, Inc.	The Mrs. Fields' Brand, Inc.	Registered	UNITED STATES	2,020,111	12/3 /1996
THE ORIGINAL COOKIE CO.	The Mrs. Fields' Brand, Inc.	The Mrs. Fields' Brand, Inc.	Registered	UNITED STATES	1,374,117	12/3/1985
THE ORIGINAL COOKIE CO. (& Design)	The Mrs. Fields' Brand, Inc.	The Mrs. Fields' Brand, Inc.	Registered	UNITED STATES	1,430,447	2/24/1987
THE ORIGINAL COOKIE COMPANY, INC.	The Mrs. Fields' Brand, Inc.	The Mrs. Fields' Brand, Inc.	Registered	UNITED STATES	1,404,285	8/5/1986

US Trademark Applications

Trademark	Legal Owner	Tech Owner	Status	Country	Application No	Registration Date

Trademark	Legal Owner	Tech Owner	Status	Country	Application No	Registration Date
MRS. FIELDS	The Mrs. Fields' Brand, Inc.	The Mrs. Fields' Brand, Inc.	Pending ITU	UNITED STATES	85,371,537	7/14/2011