

09-02-2003

FORM PTO-1594
1-91-92



SHEET
Y

SECTION ON
AND THE NEW

To the Honorable Commiss.

102531503

The attached original document

by the agent.

1. Name of conveying party(ies):

Nabisco Brands Company

1-16-01

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State - **New Jersey**
- Other _____

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other _____

Execution Date: December 15, 2000

2. Name and address of receiving party(ies):

Name: Hershey Chocolate & Confectionery Corporation

Internal Address: c/o Intellectual Property Department

Street Address: 5060 Ward Road

City: Wheat Ridge State: CO Zip: 80033

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State DELAWARE
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from Assignment)
Additional name(s) and address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) **See Schedule B attached.**

B. Trademark registration No.(s) **See Schedule A attached.**

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Martha L. Cecil-Few

Internal Address: Hershey Chocolate & Confectionery Corporation

Street Address: 5060 Ward Road

City: Wheat Ridge State: CO Zip: 80033

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41)..... \$ 1,480

- Enclosed
- Authorized to be charged to deposit account - Please charge any additional fees to the Deposit Account No. indicated below.

8. Deposit account number:

500934

Fee ok

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and Signature:

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

MARTHA L. CECIL-FEW

January 16, 2001

Name of Person Signing

Signature

Date

Total number of pages comprising cover sheet: _____

OMB No. 0651-0011 (exp. 4/94)

02/09/2001 GTON11 00000272 500934 7225242

01 FC:481 40.00 CH

02 FC:482 1450.00 CH

TRADEMARK
REEL: 002707 FRAME: 0918

Schedule A

Trademark Registrations and Applications Assigned from Nabisco Brands Company to Hershey Chocolate
Confectionery Corporation

| <u>Trademark</u> | <u>Application Number</u> | <u>Registration Number</u> |
|--|-------------------------------|--------------------------------|
| CARE*FREE and Design | 72/252242 | 836400 |
| BUBBLE YUM | 73/001601 | 1001109 |
| FRUIT STRIPE ASSORTED GUM and Design | 73/044458 | 1029501 |
| MISCELLANEOUS DESIGN (Zebra and Device) | 73/054602 | 1031639 |
| BUBBLE YUM (Stylized Letters) | 73/074096 | 1050872 |
| FRUIT STRIPE and Design | 73/203057 | 1158270 |
| FRUIT STRIPE | 73/238813 | 1184034 |
| BUBBLE YUM and Design | 73/328905 | 1224450 |
| SUPER YUM BUBBLE YUM NO-STICK BUBBLES and Design | 73/328903 | 1239640 |
| SUPER YUM (Stylized Letters) | 73/328904 | 1239641 |
| CARE FREE | 73/802317 | 1579293 |
| LUSCIOUS LIME | 73/784661 | 1638545 |
| KEEPS IT POPPIN' | 74/189518 | 1697867 |
| YIPES | 74/224492 | 1758561 |
| MISCELLANEOUS DESIGN (Zebra) | 74/391697 | 1840725 |
| MISCELLANEOUS DESIGN (Fruit Stripe Gum) | 74/425288 | 1843096 |
| STICK FREE | 74/385147 | 1860492 |

SCHEDULE B

Trademark Registrations and Applications Assigned from Nabisco Brands Company to Hershey Chocolate Confectionery Corporation

| Trademark | Application Number | Registration Number |
|--|---------------------------|----------------------------|
| TFC | 75/356753 ✓ | "" |
| A GUM UNLIKE ANY OTHER GUM | 75/422595 ✓ | "" |
| FLOYD D. DUCK | 75/831580 ✓ | "" |
| MISCELLANEOUS DESIGN (Duck) | 75/855991 ✓ | "" |
| MISCELLANEOUS DESIGN (Duck) | 75/855992 ✓ | "" |
| ICE BREAKERS | 75/878883 ✓ | "" |
| SHINES YOUR SMILE | 75/900457 ✓ | "" |
| MISCELLANEOUS DESIGN (ICE BREAKERS Container Design) | 75/920229 ✓ | "" |
| COOL CITRUS | 78/007608 ✓ | "" |
| CAREFREE KOOLERZ | 78/024877 ✓ | "" |
| CITRUS SPLASH | 78/024878 ✓ | "" |
| MINT SPLASH | 78/024879 ✓ | "" |
| BERRY SPLASH | 78/024880 ✓ | "" |
| CAREFREE KOOLERZ and Design | 78/024888 ✓ | "" |
| BUBBLE YUM MUTANTS | 78/030383 ✓ | "" |

Trademark Registrations and Applications Assigned from Nabisco Brands Company to Hershey Chocolate Confectionery Corporation

| Trademark | Application Number | Registration Number | |
|---|--------------------|---------------------|---|
| STICK*FREE (Stylized) | 74/385146 | 1860491 | ✓ |
| CYCLONE FRUITS | 74/402977 | 1870724 | ✓ |
| MEGA 10 PAK BUBBLE YUM | 74/522243 | 1905803 | ✓ |
| ALPINE MINT CARE FREE | 74/524192 | 1910313 | ✓ |
| MISCELLANEOUS DESIGN (Zebra Device w/Bubble) | 74/412822 | 1955528 | ✓ |
| JUNGLE FRUIT | 74/556903 | 1991876 | ✓ |
| TROPICAL CRAZE | 74/560514 | 1991897 | ✓ |
| ICE BREAKERS | 74/561306 | 1998666 | ✓ |
| MEGA 10 PAK | 75/018133 | 2025334 | ✓ |
| WITH INTENSE FLAVOR FOR THE ULTIMATE FRESH BREATH | 74/560517 | 2027520 | ✓ |
| ICE BREAKERS | 74/686044 | 2044845 | ✓ |
| PEACH SMASH | 74/560515 | 2048110 | ✓ |
| TMC | 74/608677 | 2048155 | ✓ |
| FOR THE ULITMATE BREATH! | 75/089564 | 2066846 | ✓ |
| ICE BREAKERS (Stylized) | 75/016487 | 2109647 | ✓ |
| BALLISTIC BERRY | 75/083875 | 2134943 | ✓ |
| YELLIN' MELONS | 75/083876 | 2134944 | ✓ |

Trademark Registrations and Applications Assigned from Nabisco Brands Company to Hershey Chocolate
Confectionery Corporation

| Trademark | Application Number | Registration Number | |
|--|-------------------------------|--------------------------------|-----|
| INTENSE FLAVOR FOR ULTIMATE FRESH BREATH | 75/147912 | 2135048 | ^ |
| "THE ONLY GUM WITH YUM!" | 75/171594 | 2143532 | ^ |
| CAREFREE | 75/214877 | 2148374 | ^ |
| CAREFREE and Design | 75/229254 | 2148377 | ^ |
| BUBBLE YUM | 75/108657 | 2168152 | ^ |
| FLORASON | 75/230131 | 2198986 | ^ ^ |
| INTENSE FLAVOR FOR ULTIMATE MOUTH FRESHENING | 75/404074 | 2256101 | ^ |
| FOR GREAT TASTE PLUS A SHINY SMILE, CHEW CARE*FREE | 75/310647 | 2267624 | ^ |
| FRUIT STRIPE PHOTO SAFARI | 75/746423 | 2338757 | ^ |
| COOL BLASTS | 75/570728 | 2358636 | ^ |
| BLOW YOUR OWN BUBBLE | 75/439094 | 2366824 | ^ |



01-19-2001

U.S. Patent & TMO/c/TM Mail Rpt Dt. #26

OMNIBUS TRADEMARK ASSIGNM

THIS ASSIGNMENT effective as of December 15, 2000 between Nabisco Brands Company, a Delaware corporation, Nabisco, Inc., a New Jersey corporation (together, "Assignor"), and Hershey Chocolate & Confectionery Corporation, a Delaware corporation ("Assignee"). Capitalized terms used herein but not otherwise defined shall have the meanings ascribed to such terms in the Asset and Stock Sale Agreement, among Nabisco, Inc., Kraft Foods, Inc. (solely with respect to Sections 2.1, 2.3, 3.1, 8.2 and 8.7 and Article 10), Hershey Foods Corporation and Assignee, dated as of November 5, 2000, as amended.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns, transfers and conveys to Assignee all its right, title, and interest in and to the Trademarks and the applications and registrations thereof listed on the attached schedule, together with the accompanying goodwill associated therewith and any related rights based on use including the right to sue for past, present and future infringement.

ASSIGNOR: NABISCO BRANDS COMPANY NABISCO, INC.

By: Kathleen J. Gallagher By: _____

Name: Kathleen J. Gallagher
Title: President

Name: James E. Healey
Title: Executive Vice President
and Chief Financial Officer

ASSIGNEE: HERSHEY CHOCOLATE & CONFECTIONERY CORPORATION

By: _____

Name:
Title:

OMNIBUS TRADEMARK ASSIGNMENT

THIS ASSIGNMENT effective as of December 15, 2000 between Nabisco Brands Company, a Delaware corporation, Nabisco, Inc., a New Jersey corporation (together, "Assignor"), and Hershey Chocolate & Confectionery Corporation, a Delaware corporation ("Assignee"). Capitalized terms used herein but not otherwise defined shall have the meanings ascribed to such terms in the Asset and Stock Sale Agreement, among Nabisco, Inc., Kraft Foods, Inc. (solely with respect to Sections 2.1, 2.3, 3.1, 8.2 and 8.7 and Article 10), Hershey Foods Corporation and Assignee, dated as of November 5, 2000, as amended.

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ASSIGNOR: NABISCO BRANDS COMPANY NABISCO, INC.

By: _____
Name: Kathleen J. Gallagher
Title: President

By: *James E. Healey*
Name: James E. Healey
Title: Executive Vice President
and Chief Financial Officer

ASSIGNEE: HERSHEY CHOCOLATE & CONFECTIONERY CORPORATION

By: _____
Name:
Title:

OMNIBUS TRADEMARK ASSIGNMENT

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ASSIGNOR: NABISCO BRANDS COMPANY NABISCO, INC.

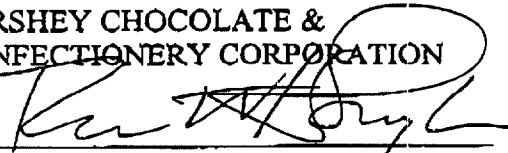
By: _____

Name: Kathleen J. Gallagher
Title: President

By: _____

Name: James E. Healey
Title: Executive Vice President
and Chief Financial Officer

ASSIGNEE: HERSHEY CHOCOLATE & CONFECTIONERY CORPORATION

By: 

Name: Burton H. Snyder
Title: Vice President

TRADEMARK REGISTRATIONS / APPLICATIONS

| COUNTRY | TRADEMARK | APP. NO. | APP. DATE | REG. NO. | REG. DATE | CLASS | STATUS | GOODS |
|--------------------------|--------------------------------|-----------|-----------|----------|-----------|-------|------------|-------------|
| United States of America | ICE BREAKERS | 75/878883 | 22-Dec-99 | | | 30 | Published | Mints |
| United States of America | ICE BREAKERS | 74/561306 | 15-Aug-94 | 1998666 | 03-Sep-96 | 30 | Registered | Chewing gum |
| United States of America | ICE BREAKERS (Stylized) | 74/686044 | 08-Jun-95 | 2044845 | 11-Mar-97 | 30 | Registered | Chewing gum |
| United States of America | ICE BREAKERS Container Design | 75/920229 | 04-Feb-00 | | | 30 | Pending | Mints |
| United States of America | ICE BREAKERS (Black and White) | 75/016487 | 07-Nov-95 | 2109647 | 28-Oct-97 | 30 | Registered | Chewing gum |

TRADEMARK REGISTRATIONS / APPLICATIONS

| Country Name | Trademark | Application Number | Filing Date | Registration Number | Registration Date | Next Renewal Date | Status | Class | Goods |
|--------------------|---------------------|--------------------|-------------|---------------------|-------------------|-------------------|------------|-------|-------------------------------------|
| China | ICE BREAKERS | 970024998 | 24-Mar-97 | 1179036 | 28-May-98 | 27-May-2008 | Registered | 30 | Chewing gum |
| European Community | ICE BREAKERS (word) | 657304 | 20-Oct-97 | 657304 | 20-Oct-97 | 20-Oct-2007 | Registered | 30 | Chewing gum |
| Hong Kong | ICE BREAKERS | 0195295 | 14-Feb-97 | 0317498 | 14-Feb-97 | 14-Feb-2004 | Registered | 30 | chewing gum |
| Japan | ICE BREAKERS | 1216987 | 06-Feb-97 | 4194629 | 02-Oct-98 | 02-Oct-2008 | Registered | 30 | Confectionery including chewing gum |
| Korea (South) | ICE BREAKERS | 55107197 | 06-Feb-97 | 407043 | 30-Jun-98 | 30-Jun-2008 | Registered | 3 | Chewing gum |
| Mexico | ICE BREAKERS | 323554 | 24-Feb-98 | | | | Pending | 30 | Chewing gum |
| New Zealand | ICE BREAKERS | 272356 | 04-Feb-97 | 272356 | 04-Feb-97 | 04-Feb-2004 | Registered | 30 | Chewing gum |
| Philippines | ICE BREAKERS | 118351 | 27-Feb-97 | | | | Pending | 30 | Chewing gum |
| South Africa | ICE BREAKERS | 9814355 | 13-Aug-98 | | | | Pending | 30 | Chewing gum |
| Taiwan | ICE BREAKERS | 8909879 | 03-Feb-97 | 786898 | 16-Nov-97 | 15-Nov-2007 | Registered | 30 | Chewing gum |
| Thailand | ICE BREAKERS | 328333 | 18-Feb-97 | KOR105085 | 10-Jan-00 | 18-Feb-2007 | Registered | 30 | Chewing gum |
| Vietnam | ICE BREAKERS | 32789 | 17-Feb-97 | 27371 | 17-Feb-97 | 17-Sep-2006 | Registered | 30 | Chewing gum |

TRADEMARK REGISTRATIONS / APPLICATIONS

| COUNTRY | TRADEMARK | APP. NO. | APP. DATE | REG. NO. | REG. DATE | CLASS | STATUS |
|--------------------------|------------------------|----------|-----------|----------|-----------|-------|------------|
| Puerto Rico | BUBBLE YUM | | | 21451 | 21-Apr-78 | 46 | Registered |
| Puerto Rico | BUBBLE YUM Label | | | 22846 | 14-Apr-80 | 46 | Registered |
| United States of America | BUBBLE YUM | 75109657 | 23-May-96 | 2169152 | 23-Jun-98 | 30 | Registered |
| United States of America | BUBBLE YUM | 73001601 | 21-Sep-73 | 1001109 | 07-Jan-75 | 30 | Registered |
| United States of America | BUBBLE YUM (Stylized) | 73328905 | 21-Sep-81 | 1224450 | 18-Jan-83 | 30 | Registered |
| United States of America | BUBBLE YUM (Stylized) | 73074096 | 12-Jan-76 | 1050872 | 19-Oct-76 | 30 | Registered |
| United States of America | BUBBLE YUM MUTANTS | 76030383 | 12-Oct-00 | | 30 | | Pending |
| United States of America | MEGA 10 PAK BUBBLE YUM | 74522243 | 05-May-94 | 1905803 | 18-Jul-95 | 30 | Registered |

| COUNTRY | TRADEMARK | APP. NO. | APP. DATE | REG. NO. | REG. DATE | CLASS | STATUS |
|--------------------------|--------------------------------|----------|-----------|----------|-----------|-------|------------|
| Puerto Rico | CARE FREE (Asterisk in Middle) | | | 17784 | 28-Aug-72 | 30 | Registered |
| United States of America | ALPINE MINT CARE FREE | 74524192 | 12-May-94 | 1910313 | 08-Aug-95 | 30 | Registered |
| United States of America | CARE FREE | 73802317 | 25-May-89 | 1579293 | 23-Jan-90 | 30 | Registered |
| United States of America | CARE FREE | 7252242 | 12-Aug-96 | 0836400 | 03-Oct-97 | 30 | Registered |
| United States of America | CAREFREE | 75214877 | 17-Dec-96 | 2146374 | 31-Mar-98 | 30 | Registered |
| United States of America | CAREFREE KOOLERZ | 78024877 | 07-Sep-00 | | 30 | | Pending |
| United States of America | CAREFREE KOOLERZ and Design | 78024888 | 07-Sep-00 | | 30 | | Pending |
| United States of America | CAREFREE with Star Design | 75229254 | 22-Jan-97 | 2148377 | 31-Mar-98 | 30 | Registered |

| COUNTRY | TRADEMARK | APP. NO. | APP. DATE | REG. NO. | REG. DATE | CLASS | STATUS |
|--------------------------|---|-----------|-----------|----------|-----------|-------|------------|
| Puerto Rico | FRUIT STRIPE | | | 22807 | 17-Mar-80 | 46 | Registered |
| United States of America | FRUIT STRIPE | 73238813 | 13-Nov-79 | 1184034 | 29-Dec-81 | 30 | Registered |
| United States of America | FRUIT STRIPE (Assorted Gum) | 73044458 | 18-Feb-75 | 1029501 | 06-Jan-76 | 30 | Registered |
| United States of America | FRUIT STRIPE (Zebra with Bubble) | 73203057 | 07-Feb-79 | 1158270 | 23-Jun-81 | 30 | Registered |
| United States of America | FRUIT STRIPE Design | 74425288 | 16-Aug-93 | 1843096 | 05-Jul-94 | 30 | Registered |
| United States of America | FRUIT STRIPE PHOTO SAFARI | 75746423 | 07-Jul-99 | 2338757 | 04-Apr-00 | 41 | Registered |
| United States of America | FRUIT STRIPE (Zebra Device) | 74391697 | 17-May-93 | 1840725 | 21-Jun-94 | 30 | Registered |
| United States of America | FRUIT STRIPE (Zebra and Device) | 73054602 | 09-Jun-75 | 1031639 | 27-Jan-76 | 30 | Registered |
| United States of America | FRUIT STRIPE (Zebra Device w/Bubble) (Stylized) | 741412822 | 15-Jul-93 | 1955528 | 13-Feb-96 | 30 | Registered |

| COUNTRY | TRADEMARK | APP. NO. | APP. DATE | REG. NO. | REG. DATE |
|--------------------------|-----------------------|----------|-----------|----------|-----------|
| United States of America | STICK FREE | 74385147 | 29-Apr-93 | 1860492 | 25-Oct-94 |
| United States of America | STICK FREE (Stylized) | 74385146 | 29-Apr-93 | 1860491 | 25-Oct-94 |

UNITED STATES REGISTRATIONS/APPLICATIONS

ICE BREAKERS BRAND

| <u>TRADEMARK</u> | <u>REG./APPLN. NO.</u> | <u>REG./FILING DATE</u> |
|---|------------------------|-------------------------|
| A GUM UNLIKE ANY OTHER GUM | 75/422595 (App.) | January 23, 1998 |
| COOL CITRUS | 78/007608 (App.) | May 10, 2000 |
| FOR THE ULTIMATE FRESH BREATH! | 2066846 | June 3, 1997 |
| INTENSE FLAVOR FOR THE ULTIMATE FRESH BREATH | 2135048 | February 3, 1998 |
| INTENSE FLAVOR FOR THE ULTIMATE MOUTH FRESHENING | 2256101 | June 22, 1999 |
| WITH INTENSE FLAVOR FOR THE ULTIMATE FRESH BREATH | 2027520 | December 13, 1996 |
| TFC | 75/356753 (App.) | September 15, 1997 |
| TMC | 2048155 | March 25, 1997 |

UNITED STATES REGISTRATIONS/APPLICATIONS

CARE*FREE BRAND

| <u>TRADEMARK</u> | <u>REG./APPLN. NO.</u> | <u>REG./FILING DATE</u> |
|--|------------------------|-------------------------|
| CITRUS SPLASH | 78/024878 (App.) | September 7, 2000 |
| FLORASON | 2198986 | October 20, 1998 |
| FOR GREAT TASTE PLUS A SHINY SMILE, CHEW CARE*FREE | 2267624 | August 3, 1999 |
| MINT SPLASH | 78/024879 (App.) | September 7, 2000 |
| BERRY SPLASH | 78/024880 (App.) | September 7, 2000 |
| SHINES YOUR SMILE | 75/900457 (App.) | January 19, 2000 |

TRADEMARK

REEL: 002707 FRAME: 0930

UNITED STATES REGISTRATIONS/APPLICATIONS

FRUIT STRIPE BRAND

| <u>TRADEMARK</u> | <u>REG./APPLN. NO.</u> | <u>REG./FILING DATE</u> |
|------------------|------------------------|-------------------------|
| PEACH SMASH | 2048110 | March 25, 1997 |
| TROPICAL CRAZE | 1991897 | August 6, 1996 |
| YIPES | 1758561 | March 16, 1993 |

COOL BLASTS

| <u>TRADEMARK</u> | <u>REG./APPLN. NO.</u> | <u>REG./FILING DATE</u> |
|------------------|------------------------|-------------------------|
| COOL BLASTS | 2358636 | October 15, 1998 |

UNITED STATES REGISTRATIONS/APPLICATIONS

BUBBLE YUM BRAND

| <u>TRADEMARK</u> | <u>REG./APPLN. NO.</u> | <u>REG./FILING DATE</u> |
|-----------------------------------|------------------------|-------------------------|
| CYCLONE FRUITS | 1870724 | December 27, 1994 |
| DESIGN OF DUCK HEAD | 75/855991 (App.) | November 22, 1999 |
| DESIGN OF DUCK HEAD WITH BURST | 75/855992 (App.) | November 22, 1999 |
| FLOYD D. DUCK | 75/831580 (App.) | October 25, 1999 |
| JUNGLE FRUIT | 1991876 | August 6, 1996 |
| KEEPS IT POPPIN'! | 1697867 | June 30, 1992 |
| LUSCIOUS LIME | 1638545 | March 19, 1991 |
| MEGA 10 PAK | 2025334 | December 24, 1996 |
| THE ONLY GUM WITH YUM! | 2143532 | March 10, 1998 |
| BALLISTIC BERRY | 2134943 | February 2, 1998 |
| BLOW YOUR OWN BUBBLE | 2366824 | July 11, 2000 |
| SUPER YUM (STYLIZED) | 1239641 | May 24, 1983 |
| SUPER YUM LABEL | 1239640 | May 24, 1983 |
| YELLIN' MELONS | 2134944 | February 3, 1998 |