

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	RELEASE BY SECURED PARTY

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
General Electric Capital Corporation, as Administrative Agent		03/31/2011	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Farley's & Sathers Candy Company
<b>Street Address:</b>	One Sather Plaza
<b>City:</b>	Round Lake
<b>State/Country:</b>	MINNESOTA
<b>Postal Code:</b>	56167
<b>Entity Type:</b>	CORPORATION: DELAWARE

<b>Name:</b>	Schuler Chocolates, Incorporated
<b>Street Address:</b>	1000 W. 5th Street
<b>City:</b>	Winona
<b>State/Country:</b>	MINNESOTA
<b>Postal Code:</b>	55987
<b>Entity Type:</b>	CORPORATION: MINNESOTA

**PROPERTY NUMBERS Total: 18**

Property Type	Number	Word Mark
Registration Number:	0201022	BIT-O-HONEY
Registration Number:	2345673	BLOCKHEADS
Registration Number:	1273760	CAMEL CREAMS
Registration Number:	1335757	CHICK-O-STICK
Registration Number:	1184039	DUM-DUM POPS
Registration Number:	1002967	FLAVOR ROLLS
Registration Number:	1343059	FRUIT RUNTS

Registration Number:	0759781	HOT TAMALES
Registration Number:	2321763	MIDGEE
Registration Number:	0671289	PEARSON'S
Registration Number:	0699505	PIXY STIX
Registration Number:	1006430	SLO POKE
Registration Number:	2336949	SWEETARTS
Registration Number:	0947983	SWEETARTS
Registration Number:	2536259	TOOTSIE
Registration Number:	0292927	TOOTSIE POPS
Registration Number:	1988251	TOOTSIE ROLL
Registration Number:	0949937	TOOTSIE ROLL MIDGEE

**CORRESPONDENCE DATA**

Fax Number: 4045725134  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Phone: 404.572.4600  
Email: ssexton@kslaw.com  
Correspondent Name: Sally Sexton  
Address Line 1: 1180 Peachtree St.  
Address Line 4: Atlanta, GEORGIA 30309

ATTORNEY DOCKET NUMBER:	09631.009149
NAME OF SUBMITTER:	Sally Sexton
Signature:	/sallysexton/
Date:	03/18/2013

Total Attachments: 19  
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**TERMINATION AND RELEASE  
OF SECURITY INTEREST**

THIS TERMINATION AND RELEASE OF SECURITY INTEREST, dated as of March 31, 2011, (this "Termination and Release") is from General Electric Capital Corporation ("GE Capital"), in its capacity as administrative agent and collateral agent (in such capacity, together with its successors and permitted assigns, the "Administrative Agent") for the Lenders and L/C Issuers (as defined in the Credit Agreement referred to below), to Farley's & Sathers Candy Company, Inc. ("Farley's") and Schuler Chocolates, Incorporated ("Schuler") (collectively, the "Grantors").

WITNESSETH:

WHEREAS, pursuant to the Guaranty and Security Agreement dated as of December 16, 2005 (including all annexes, exhibits or schedules thereto, and as amended, restated, supplemented or otherwise modified) by Farley's, F&S Holdings, Inc. ("Holdings") and, by Joinder Agreement signed on or about November 14, 2007, Schuler, in favor of GE Capital (the "Guaranty and Security Agreement"), the Patent Security Agreement, dated December 16, 2005 (including all annexes, exhibits or schedules thereto, and as amended, restated, supplemented or otherwise modified) by Farley's in favor of GE Capital (the "Original Patent Security Agreement"), the First and Second Trademark Security Agreements, each dated December 16, 2005 (including all annexes, exhibits or schedules thereto, and as amended, restated, supplemented or otherwise modified) by Farley's in favor of GE Capital (the "First and Second Original Trademark Security Agreements"), the Patent Security Agreement, dated March 24, 2006 (including all annexes, exhibits or schedules thereto, and as amended, restated, supplemented or otherwise modified) by Farley's in favor of GE Capital (the "Patent Security Agreement"), the Trademark Security Agreement, dated March 24, 2006 (including all annexes, exhibits or schedules thereto, and as amended, restated, supplemented or otherwise modified) by Farley's in favor of GE Capital (the "Trademark Security Agreement"), the Amended and Restated Credit Agreement dated March 24, 2006 (including all annexes, exhibits or schedules thereto, and as amended, restated, supplemented or otherwise modified) by Farley's and Holdings in favor of GE Capital (the "Original Credit Agreement"), the First and Second Patent Security Agreements, each dated November 6, 2007 (including all annexes, exhibits or schedules thereto, and as amended, restated, supplemented or otherwise modified) by Farley's and Schuler in favor of GE Capital (the "First and Second Patent Security Agreements"), the First and Second Trademark Security Agreements, each dated November 14, 2007 (including all annexes, exhibits or schedules thereto, and as amended, restated, supplemented or otherwise modified) by Farley's and Schuler in favor of GE Capital (the "First and Second Trademark Security Agreements"), the Second Amended and Restated Credit Agreement dated November 3, 2009 (including all annexes, exhibits or schedules thereto, and as amended, restated, supplemented or otherwise modified) by Farley's and Holdings in favor of GE Capital (the "Credit Agreement"), and the First and Second Supplemental Trademark Security Agreements, each dated November 3, 2009 (including all annexes, exhibits or schedules thereto, and as amended, restated, supplemented or otherwise modified) by Farley's in favor of GE Capital (the "First and Second Supplemental Trademark Security Agreements"), a security interest (the "Security Interest") was granted by Grantors to GE Capital in certain Intellectual Property of Grantors;

WHEREAS, the Original Patent Security Agreement was recorded on April 4, 2006 with the Assignment Division of the United States Patent and Trademark Office at Reel 017411, Frame 0665;

WHEREAS, the First Original Trademark Security Agreement was recorded on January 30, 2006 with the Assignment Division of the United States Patent and Trademark Office at Reel 3236, Frame 0032;

WHEREAS, the Second Original Trademark Security Agreement was recorded on February 22, 2006 with the Assignment Division of the United States Patent and Trademark Office at Reel 3251, Frame 0263;

WHEREAS, the Patent Security Agreement was recorded on April 4, 2006 with the Assignment Division of the United States Patent and Trademark Office at Reel 017411, Frame 0657;

WHEREAS, the Trademark Security Agreement was recorded on March 28, 2006 with the Assignment Division of the United States Patent and Trademark Office at Reel 03277, Frames 0353-0375;

WHEREAS, the First and Second Patent Security Agreements were recorded on November 14, 2007 with the Assignment Division of the United States Patent and Trademark Office at Reel 020105, Frame 0759 and Reel 020105, Frame 0908;

WHEREAS, the First and Second Trademark Security Agreements were recorded on November 14, 2007 with the Assignment Division of the United States Patent and Trademark Office at Reel 3663, Frame 0344 and Reel 3663, Frame 0366;

WHEREAS, the First and Second Supplemental Trademark Security Agreements were recorded on November 3, 2009 with the Assignment Division of the United States Patent and Trademark Office at Reel 004090, Frame 0333 and Reel 004090, Frame 0343; and

WHEREAS, GE Capital now desires to terminate and release the entirety of its Security Interest in the Intellectual Property Collateral.

NOW, THEREFORE, for good and valuable consideration, including the satisfaction of all obligations, indebtedness and liabilities secured by the Intellectual Property Collateral pursuant to the Guaranty and Security Agreement, the Original Patent Security Agreement, the First and Second Original Trademark Security Agreements, the Patent Security Agreement, the Trademark Security Agreement, the Original Credit Agreement, the First and Second Patent Security Agreements, the First and Second Trademark Security Agreements, the Credit Agreement, and the Supplemental Trademark Security Agreements, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Termination and Release of Security Interest, GE Capital hereby states as follows:


1. Definitions. All capitalized terms used but not otherwise defined herein have the meanings given to them in the Credit Agreement.
2. Release of Lien and Security Interest. GE Capital hereby terminates, releases and discharges its Lien on and Security Interest in the Intellectual Property Collateral, including the Patents and IP Licenses referred to in Schedule I and the Trademarks and IP Licenses referred to in Schedule II. Any and all right, title or interest of GE Capital in the Intellectual Property Collateral and all proceeds thereof, including without limitation the goodwill of the business connected with the use of, and symbolized by, the Intellectual Property Collateral and any and all causes of action which may exist by reason of infringement of the Intellectual Property Collateral shall hereby cease and become void.

3. Governing Law. This Termination and Release of Security Interest and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the law of the State of New York (without reference to any conflict of laws provisions).

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned has executed this Termination and Release of Security Interest by its duly authorized officer as of the date first above written.

GENERAL ELECTRIC <sup>CAPITAL</sup> CORPORATION  
as Administrative Agent

By:   
Name: ALBERTO WANG  
Title: DULY AUTHORIZED SIGNATORY

## Schedule I

### ISSUED PATENTS

Title	Filing Date	Patent No.	Date of Issue
Bulk Food Dispenser	3/11/96	D385,432	10/28/97
Bulk Food Display	3/11/96	D385,433	10/28/97
Compact Candy Display	3/2/99	D420,837	2/22/00
Double-Sided Three-Tier Bulk Food Display Stand	4/6/96	D393,554	4/21/98
Fruit Snacks with Varied Center Filling	9/1/99	6,528,102	3/4/03
Long Candy Display	3/2/99	D422,165	4/4/00
Modular Candy Counter with Detachable Cover	5/9/97	D413,211	8/31/99
Modular Candy Display	8/7/01	D470,339	2/18/03
One-Sided Three-Tier Bulk Food Display Stand	11/27/96	D398,461	9/22/98
Portion Control Vertical Bin	3/13/01	6,488,182	12/3/02
Pre-Assembled Pallet-Based Bulk Food Display with Divider	12/29/97	D406,957	3/23/99
Pre-Assembled Pallet-Based Bulk Food Display with Divider and Packages	10/15/98	D410,157	5/25/99
One-Sided Three-Tier Bulk Food Display Stand	11/27/96	D398,461	9/22/98
Stackable In-Line Bulk Food Display	5/23/97	D394,577	5-26-98

### ISSUED PATENTS

Patent Number	Title	Country	Issue Date	Assignee
5,601,859	Chewing gum individually wrapped with wrapper bearing transferable tattoo	U.S.	2/11/1997	Farley's & Sathers Candy Company, Inc.
5,234,530	Apparatus and method for making extruded chewing gum	U.S.	6/28/1994	Farley's & Sathers Candy Company, Inc.
5,236,725	Candy package and attachment means therefore	U.S.	8/17/1993	Farley's & Sathers Candy Company, Inc.
5,324,530	Apparatus and method for making extruded chewing gum	U.S.	6/28/1994	Farley's & Sathers Candy Company, Inc.


### IP LICENSES-Patents

Patent Application	Application/Serial Number	Filing Date	Publication Number
Production of Liquid Center Filled Confections	10/977585	10/29/2004	20050260329



## Schedule II

### REGISTERED U.S. TRADEMARKS

<b>Trademark</b>	<b>Serial Number</b>	<b>Registration Number</b>	<b>Application Date</b>	<b>Registration Date</b>
RAIN-BLO POPS (& design)	78931119	3671080	7/17/2006	8/18/2009
SQUIGGLES	78937878	3247324	7/26/2006	5/29/2007
BOMBERS	78886641	3292224	5/18/2006	9/11/2007
LOTS' A POPS	77420033	3664517	3/12/2008	8/4/2009
SURGIN' SOUR	77550115	3652513	8/19/2008	7/7/2009
BRAIN SURGE	77550114	3648705	8/19/2008	6/30/2009
SOUR INSANITY	77400078	3628164	2/19/2008	5/26/2009
HULABERRY	77467180	3620659	5/6/2008	5/12/2009
BRACH'S	77454658	3614913	4/22/2008	5/5/2009
SWEET STRIPES	77530676	3611547	7/24/2008	4/28/2009
YIPES BITES	77365800	3607095	1/7/2008	4/14/2009
WET'EM & WEAR'EM	77411076	3515534	3/3/2008	10/14/2008
CHEWY MIX	77344858	3471508	12/5/2007	7/22/2008
BRITE ROCKS	77234513	3469120	7/20/2007	7/15/2008
SWEETWISTS	77232297	3398129	7/18/2007	3/18/2008
SOUR NEON NIGHT CRAWLERS	77094518	3387798	1/30/2007	2/26/2008
MONKEY BUSINESS	77158619	3343670	4/17/2007	11/27/2007
JUJUBES (& design)	77067766	3310870	12/19/2006	10/16/2007
JUJUBES (& design)	77067763	3310869	12/19/2006	10/16/2007
JUJUBES	77067762	3310868	12/19/2006	10/16/2007
PEACH SMASH	77033227	3330295	10/31/2006	11/6/2007
MILKMAID	72153727	0788583	9/24/1962	4/20/1965
FRUIT STRIPE 5 JUICY FLAVORS (& design)	78784887	3227185	1/4/2006	4/10/2007
FRUIT STRIPE 5 JUICY FLAVORS (& design)	78784674	3201209	1/4/2006	1/23/2007
SUPER BUBBLE (& design)	78687713	3184922	8/8/2005	12/12/2006
SUPER BUBLE XL ORIGINAL BUBBLE GUM (& design)	78687329	3170127	8/7/2005	11/7/2006
SUPER BUBBLE XL	78687327	3235143	8/7/2005	4/24/2007
COLOR BUBBLES BUBBLE GUM BALLS ASSORTED FLAVORS (& design)	78687325	3235142	8/7/2005	4/24/2007
FARLEY'S (& design)	78687322	3188226	8/7/2005	12/19/2006
PURPLE WILDBERRY	78552355	3167505	1/24/2005	11/7/2006
	78552354	3134249	1/24/2005	8/22/2006
PARTY TIME MIX	78552350	3294775	1/23/2005	9/18/2007
HAMMERHEAD SHARKS	78552346	3134248	1/23/2005	8/22/2006
SPLITS	73701781	1535577	12/18/1987	4/18/1989
ABRA CABUBBLE	74/314964	1806814	9/18/92	11/23/93
BEAR AND BERRIES DESIGN (FBF AND DESIGN)	75/406515	2261652	12/17/97	7/13/99
BRACH*S and Design (3D Design)	78/211279	2927740	2/5/03	2/22/05

<u>Trademark</u>	<u>Serial Number</u>	<u>Registration Number</u>	<u>Application Date</u>	<u>Registration Date</u>
BRACH'S	72/352556	914107	2/27/70	06/08/71
BRACH'S and Diamond Design	74/344140	1841450	12/29/92	6/21/94
BRACH'S KENTUCKY MINTS (Stylized)	71/548476	522183	1/31/48	3/14/50
BRACH'S KIDS' TREATS	76/452590	2803439	9/19/02	1/06/04
BRACH'S MALTS	75/194168	2107280	11/6/96	10/21/97
BRACH'S PICK-A-MIX	72/115659	740287	3/15/61	11/06/62
BRACH'S SPRINKLES (and design)	75/021003	2135201	11/16/95	2/10/98
BRACH'S stylized	71/500458	516342	4/18/46	10/18/49
BUBBLE CHUNK	78/232821	2890373	4/02/03	9/28/04
BUNNY BASKET EGGS	76/239604	2719858	4/11/01	5/27/03
CANDY CORN CRUNCH MIX	78/815623	3257284	2/15/06	6/26/07
CHICKS & RABBITS	76/239603	2584084	4/11/01	6/18/02
CHOCOLATE SELECTIONS	75/156845	2196962	8/27/96	10/20/98
DEM BONES	74/317223	1836318	9/25/92	5/10/94
FAST SNACKERS	75/626338	2525590	1/26/99	1/01/02
FLAVOUR and Design	71/245539	254766	3/11/27	4/02/29
FRESH-FLO	75/822624	2548027	10/14/99	3/12/02
FRUIT BUNCH	73/780265	1562430	2/13/89	10/24/89
FRUIT RIPPERS	76/404661	2780490	5/08/02	11/04/03
FRUTIOS	74/479890	1916674	1/19/94	9/05/95
GOOFY FRUITS	78/232892	2918099	4/02/03	01/11/05
GUMMY SQUIRMS	73/542321	1400575	6/11/85	6/08/86
HARRIET CLARK'S & Design	71/250367	240188	6/11/27	3/20/28
HOLIDAY MIX	72/119349	740111	5/05/61	10/30/62
HOT HITS	76/190751	2727753	1/02/01	06/17/03
ICE BLUE MINT COOLERS	75/823035	2564216	10/14/99	04/23/02
JOTS	72/155129	784530	10/15/62	2/02/65
KENTUCKY	72/178773	870550	10/11/63	6/03/69
MAKING SMILES SINCE 1904	76/436766	2807318	8/02/02	1/20/04
MINT PEARLS	73/336517	1254679	11/09/81	10/18/83
ORCHARD FRESH	78/443012	3033140	6/29/04	12/20/05
ORCHARD FRUIT	78/443008	3038459	6/29/04	1/03/06
PARTY MIX	72/134185	737266	12/18/61	9/04/62
RICH & DREAMY	75/076462	2293010	3/21/96	11/16/99
SASSY HEARTS	73/325508	1207448	8/27/81	9/07/82
SCARY MIX	78/537613	3113030	12/23/04	7/04/06
SERVE THE BEST TO YOUR GUESTS!	75/823373	2659989	10/14/99	12/10/02
SNAPPYTARTS	73/780232	1558324	2/13/89	9/26/89
SOUR BREAK-UPS	75/065268	2116813	2/29/96	11/25/97
SOUR SQUIRMS	75/372394	2245135	10/14/97	5/11/99
SPARKLES	73/569749	1533478	11/21/85	4/04/89
SPECIAL TREASURES	74/518898	1926622	5/02/94	10/10/95
SPORTS EDGE	78/869239	3283913	4/25/06	8/21/07
STAR BRITES	74/445642	2070135	10/12/93	6/10/97
TANGY-FRUIT RINGOS	75/381553	2808886	10/29/97	1/27/04
TARGETS	72/275426	849116	7/06/67	5/14/68
TONGUE PAINTERS	78/232891	2846893	4/02/03	5/25/04
TRUSTED QUALITY, GREAT TASTE	78/966966	3289276	9/05/06	9/4/07
VALEN TINY'S	74/296660	1848301	7/22/92	8/02/94

<b>Trademark</b>	<b>Serial Number</b>	<b>Registration Number</b>	<b>Application Date</b>	<b>Registration Date</b>
WE TURN GOOD THINGS INTO GREAT CANDIES	75/908788	2525945	2/2/00	1/1/02
WILD 'N FRUITY	74/471258	1926615	12/20/93	10/10/95
HIDE A PAK	73/647967	1458602	3/5/87	9/22/87
SOUR BREAK-UPS	75/065268	2116813	2/29/96	11/25/97
AMAZIN' FRUIT	73675879	1493380		6/21/1988
APPLE Os	75145915	2121143	08/06/1996	12/16/1997
Bear (1) (Design Only)	73734016	1522816		1/31/1989
Bear (2) (Design Only)	73472498	1316007		1/22/1985
Bear Design	75217288	2119874	12/13/1996	12/9/1997
BLACK RADBERRY	74433524	1883077		3/7/1995
BLUE RADBERRY (Design Only)	74391468	1837440		5/24/1994
BOBS	71079663	0104506	07/09/1914	6/1/1915
BOBS	71662507	0610000	03/12/1954	8/2/1955
BOBS SWEET STRIPES	75290196	2196676		10/13/1998
BRITE CRAWLER EGGS	75463932	2308556	04/07/1998	1/18/2000
BRITE CRAWLERS	74284841	1788939	06/12/1992	8/17/1993
BRITE OCTOPUS	78003968	2480967	04/13/2000	8/21/2001
BUNTE (Stylized)	73060684	1041428	08/18/1975	6/15/1976
BUNTE and Design	72224914	0811444	08/04/1965	7/19/1966
BUNTE CHOP STIX (Stylized)	72238041	0829872	02/04/1966	6/6/1967
Burger Character with Dotted Hat	78014055	2645766	06/22/2000	1/1/2002
Burger Character with Striped Hat	78014053	2525231	06/22/2000	1/1/2002
CHAMPAGNE MIX	74570077	1918231		9/12/1995
CHEWY MIX	75152179	2154355		4/28/1998
CHILDHOOD STICKS	71490281	0421211	10/22/1945	5/21/1946
CLOWN (Design Only)	73450724	1300843		10/16/1984
COLOR BUBBLES	75569096	2399062		10/31/2000
COLOR BUBBLES and Design	73236843	1242236		6/14/1983
Colored Worms Device	78094567	2601297	01/21/2001	7/30/2002
COOL GRAPE	74210722	1720539		9/29/1992
DAE JULIE	73681697	1488734		5/17/1988
DARLIN MARLIN	75031768	2072775	12/13/1995	6/17/1997
DESIGNER CANES	74107121	1662658	10/19/1990	10/29/1991
EASY ACES	73520635	1388459	02/04/1985	4/1/1986
EGGCELLENT BUBBLES	75270656	2248139		5/25/1999
EGGUMS	73521219	1423093		12/30/1986
EYE POPPERS	78187407	2797654		12/23/2003
EYES OF TERROR	74/133311	1697059		6/23/1992
FARLEY'S FRUIT SNACKS	74438352	1903690	9/21/1993	7/4/1995
FARLEY'S	73033910	1044334		7/20/1976
FARLEY'S (Stylized)	75415314	2220492		1/26/1999
FARLEY'S (Stylized)	75414698	2255145		6/22/1999
FRUIT STRIPE	73238813	1184034		12/29/1981
FRUIT STRIPE ASSORTED GUM and Design	73044458	1029501		1/6/1976
Fruit Stripe Gum Stripe Design	74425288	1843096		7/5/1994
FRUIT STRIPE PHOTO SAFARI	75746423	2338757		4/4/2000
Fruit Stripe Zebra Design (1 of 2)	73054602	1031639		1/27/1976
Fruit Stripe Zebra Design (2 of 2)	74391697	1840725		6/21/1994
GREEN TINGLEBERRY	74625126	1980687		6/18/1996
GUMMALLOS	75140311	2127831		1/6/1998

<u>Trademark</u>	<u>Serial Number</u>	<u>Registration Number</u>	<u>Application Date</u>	<u>Registration Date</u>
GUMMI BEANS	75145753	2078223	08/06/1996	7/8/1997
GUMMI DUO HEARTS	75518009	2530824	07/13/1998	1/15/2002
GUMMI SQUIGGLES	73492478	1360890	07/30/1984	9/17/1985
GUMMIJUYYS	74437747	1840760	09/20/1993	6/21/1994
GUMMY BEARS & FRIENDS	74513981	1896376		5/30/1995
GUMMY BEARS & HEARTS	74531562	1997667		8/27/1996
GUMMY BEARS & SCARES!	74513738	1977189		5/28/1996
HARVEST MIX	75614717	2292903		11/16/1999
HEARTS & DARTS	75518102	2339355		4/4/2000
HEIDE and Design	71312604	293766		5/3/1932
HEIDE'S	71225189	243976		7/3/1928
HH and Design	70032606	0032606		
HH and Design	71016886	58790		12/25/1906
HIDE & SEEK EGGS	75604083	2292855		11/16/1999
HOLIDAY CREMES	75477520	2232362		3/16/1999
HOT DOG!	72162646	786497		3/9/1965
HUMMINGBIRD EGGS	72064920	0689201		12/24/1958
INTENSE FRUIT CHEWS	75490075	2339223		4/4/2000
ITSY BITSY	74563204	1967803		4/16/1996
JELLY WREATHS	75477502	2292281		11/16/1999
JENNIE LEE (Stylized)	71662701	0609223	03/15/1954	7/19/1955
JUJYFRUITS	74406461	1826529		3/15/1994
JUJYFRUITS (Stylized)	71516075	0435900		1/13/1948
JUJYFRUITS AND FRIENDS	74060494	1679046		3/10/1992
JUM-BLO	73751016	1541777		5/30/1989
LOTS' A POPS	75764754	2429414		2/20/2001
LOUD TROUT	75032015	2072776	02/22/1983	1/22/1985
Mama and Baby Bear Device	78094557	2598171	01/21/2001	7/23/2002
Marlin Character	75960373	2431597		2/27/2001
MELON PATCH	75081186	2066778	03/29/1996	6/3/1997
MELON-O's	78035010	2589960	11/13/2000	7/2/2002
Mexandale!	75501995	2339233	5/28/1998	4/4/2000
MEXICAN HATS	78400877	2940171		4/12/2005
MIGHTY BITE	74334511	1997772		8/3/1996
Mighty Bite Apple (Design Only)	75413796	2307863		1/11/2000
Mighty Bite Banana (Design Only)	75413793	2286508		10/12/1999
Mighty Bite Cherry (Design Only)	75413795	2288225		10/19/1999
Mighty Bite Grape (Design Only)	75413792	2288224		10/19/1999
Mighty Bite Watermelon (Design Only)	75413953	2362799		6/27/2000
NOTHING NIBBLES NICER	72226409	0818060	08/25/1965	11/1/1966
NOW & LATER	73805272	1580360		1/30/1990
NOW AND LATER	74133926	1674426		2/4/1992
Octopus Device	78093452	2601296	11/15/2001	7/30/2002
PEACH SMASH	74560515	2048110		3/25/1997
PEACHIE-Os	78023504	2568488	08/29/2000	5/7/2002
PEACHY PENGUINS	75412648	2219813		1/19/1999
PIPPIN (Stylized)	71484664	0504892	09/25/1947	12/21/1948
RAD PACK	75029256	2089885		8/19/1997
RADBERRY	74515623	1911624		8/15/1995
RAIN-BLO	72436367	0968775		9/18/1973
REALLY NATURALS and Design	73442897	1342931	09/08/1983	6/18/1985

<u>Trademark</u>	<u>Serial Number</u>	<u>Registration Number</u>	<u>Application Date</u>	<u>Registration Date</u>
RED HOT DOLLARS	71217344	0220367		11/9/1926
RED RADBERRY	78552353	3050511		
RED RASPBERRY DOLLARS	78047258	2664623		12/17/2002
SANTA BUTTONS	75514637	2232433	3/16/1999	
SATHERS	72266394	846765		3/26/1968
SATHERS	73654855	1514739		11/29/1988
SATHERS	73729275	1522815		1/31/1989
SCHOOL COLORS	74395268	1943109	05/26/1993	12/19/1995
SHIMEREES	73613447	1438665	08/07/1986	5/5/1987
SNIPPETS	73613731	1436590	08/08/1986	4/14/1987
SONIC BOOM	74450760	1874795		1/17/1995
SONIC BOOM POPS	75014679	2134852		2/3/1998
SOUR DUDES	75733182	2385294		9/12/2000
SPLITS	73701781	1535577	12/18/1987	4/18/1989
STICK-A-ROOS	73479403	1346598	05/08/1984	7/2/1985
STINGIN' RED ANTS	78113981	2890071	03/11/2002	9/28/2004
Strawberry Device	78094548	2598169	01/21/2001	7/23/2002
SUPER BUBBLE	72314414	882574		12/16/1969
SUPER BUBBLE (Stylized)	71512545	504862		12/14/1948
SWEET CHOICE	73825040	1608414	09/13/1989	7/31/1990
TARTINESS	72254112	0847103	09/09/1966	4/2/1968
The Best and Design	71007181	52350	05/08/1906	
TOO FUN FOR SOME	75428519	2319793	02/04/1998	2/15/2000
TROLLI	73387672	1285440	09/22/1982	7/10/1984
TROLLI CATERPILLARS	75251397	2140788	03/04/1997	3/3/1998
TROLLI GUMMI BEANS	75264822	2140980	03/27/1997	3/3/1998
TROLLI MINI BURGER	78015101	2451120	06/30/2000	5/15/2001
TROLLI OCTOPUS	75251395	2140787	03/04/1997	3/3/1998
TROLLI SQUIGGLES	75251323	2146247	03/04/1997	3/24/1998
TROLLI-Os	78021185	2497227	08/14/2000	10/9/2001
TROPICO'S	75175851	2157627	10/02/1996	5/12/1998
WETEM & WEAREM	71699560	0635303	12/07/1955	10/2/1956
WUNDER BEANS	74061258	1640701		4/9/1991
WUNDER BEANS and Design	78400860	2989259	04/13/2004	8/30/2005
WUNDER BEANS GOURMET JELLY BEANS and Design	78400848	2947940	04/13/2004	5/10/2005
YIPES	74224492	1758561		3/16/1993
YULETIDE MIX	75477521	2228919		3/2/1999
YUMMY GUMMIES	74462897	1861097		11/1/1994

**U.S. TRADEMARK APPLICATIONS**

<u>Trademark</u>	<u>Serial Number</u>	<u>Registration Number</u>	<u>Application Date</u>	<u>Registration Date</u>
STRAWBERRY PUFFS	78323855		01/06/2003	
DARLIN MARLIN	78400871		04/13/2004	
ROAD KILL	78404719		04/20/2004	
TROLI TROLL	78434713		06/14/2004	
CHERRY BOMBERS	78443263		06/29/2004	
BOBS Design	78531457		12/13/2004	
SWEET STRIPES	78531465		12/13/2004	
BOBS SWEET STRIPES	78531473		12/13/2004	
BLUE RADBERRY	78552344		01/23/2005	
HAMMERHEAD SHARKS	78552346		01/23/2005	
PARTY TIME MIX	78552350		01/00/2005	
Black Radberry (Design Only)	78552354		01/24/2005	
PURPLE WILDBERRY	78552355		01/24/2005	
FARLEY'S Design	78687322		08/07/2005	
COLOR BUBBLES BUBBLE GUM BALLS ASSORTED FLAVORS Design	78687325		08/07/2005	
SUPER BUBBLE BOY	78687326		08/07/2005	
SUPER BUBBLE XL	78687327		08/07/2005	
SUPER BUBBLE XL ORIGINAL BUBLE GUM (Stylized)	78687329		08/07/2005	
Super Bubble Boy Blowing Big Bubble Design	78687663		08/08/2005	
Super Bubble Boy Blowing Bubble and Floating Design	78687685		08/08/2005	
Super Bubble Bubble Gum Design	78687713		08/08/2005	
SWEETWIST	78687874		08/08/2005	
MELLOWCREME	78708759		09/08/2005	

<u>Trademark</u>	<u>Serial Number</u>	<u>Registration Number</u>	<u>Application Date</u>	<u>Registration Date</u>
Green Tingleberry Design	78710529		09/10/2005	
RAIN-BLO POPS	78710548		09/10/2005	
HARD 'N FRUITY NOW/SOFT 'N CHEWY LATER	78710634		09/11/2005	
(Design mark)	78717346			
(Design mark)	78717874			
FRUIT STRIPE FIVE JUICY FLAVORS	78784674		1/4/2006	
FRUIT STRIPE BUBBLE GUM	78784887		1/4/2006	
RED RADBERRY	78552353			
AMERICA'S #1 (& design)	77756678		6/10/2009	
AMERICA'S #1 CANDY CORN	77744599		5/26/2009	
BOBS	77530677		7/24/2008	
DOUBLE DIPPERS	77535659		7/31/2008	
PARTY MIX	78/637643		5/26/05	
TRUSTED QUALITY, GREAT TASTE. (Stylized)	77/186001		5/21/07	

IP LICENSES-Trademarks

Mark	Registration No.	Exclusive/ Non-exclusive	Licensor	Licensee	Expiration
Design in shape of Life Savers candy	180,487	Non-exclusive	Nabisco Brands Company	Brach's Confections, Inc.	12/31/2015
Design in shape of Life Savers candy	1,707,055	Non-exclusive	Nabisco Brands Company	Brach's Confections, Inc.	12/31/2015
MILKMAID (& design)	34,413	Exclusive	Societe Des Produits Nestle, S.A.	E.J. Brach & Sons, Inc.	Perpetual
MILKMAID	379,708	Exclusive	Societe Des Produits Nestle, S.A.	E.J. Brach & Sons, Inc.	Perpetual
TOOTSIE ROLL MIDGEES	949,937	Non-exclusive	Tootsie Roll Industries, Inc.	Brach's Confections	Year-to-year renewals
TOOTSIE POPS	292,927	Non-exclusive	Tootsie Roll Industries, Inc.	Brach's Confections	Year-to-year renewals
FLAVOR ROLLS	1,002,967	Non-exclusive	Tootsie Roll Industries, Inc.	Brach's Confections	Year-to-year renewals

IP LICENSES-Trademarks

Trademark	Serial Number	Registration Number	Registration Date	Licensor	Licensee
BIT-O-HONEY	71210504	0201022	7/14/1925	SPN	Farley's & Sathers Candy Company, Inc.
BLOCKHEADS		2345673	4/25/2000	Gerrit J. Verburg Co.	Farley's & Sathers Candy Company, Inc.
CARAMEL CREAMS	73363241	1273760	4/10/1984	Goetze's Candy Company	Farley's & Sathers Candy Company, Inc.
CHICK-O-STICK	73490445	1335757	5/14/1985	Atkinson Candy Company	Farley's & Sathers Candy Company, Inc.
CHUCKLES	20996	18776	3/31/1997	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.



<u>Trademark</u>	<u>Serial Number</u>	<u>Registration Number</u>	<u>Registration Date</u>	<u>Licensor</u>	<u>Licensee</u>
CHUCKLES	208126	38130	7/18/1950	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES	87634	38157	7/24/1997	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES	119607	39240		Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES	332083	72687	4/9/1997	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES	110848	110848	3/5/2004	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES	314839	164092	7/18/1969	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES		184372	4/30/1997	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES	971691	187466	12/18/1997	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES		246581	3/4/1971	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES	148178	443047	8/24/1992	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES	71543769	515075	9/13/1949	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES		602309		Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES	885115	602309	12/30/1996	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES		602309		Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES		602309		Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES		626026	6/12/1997	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.

<u>Trademark</u>	<u>Serial Number</u>	<u>Registration Number</u>	<u>Registration Date</u>	<u>Licensor</u>	<u>Licensee</u>
CHUCKLES		676026	6/12/1997	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES		676026	6/12/1997	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES		676026	6/12/1997	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES		676026	6/12/1997	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES		676026	6/12/1997	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES		676026	6/12/1997	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES		676026	6/12/1997	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES		676026	6/12/1997	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES		676026	6/12/1997	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES		676026	6/12/1997	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES		676026	6/12/1997	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES		676026	6/12/1997	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES		676026	6/12/1997	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES		676026	6/12/1997	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES	86014495	789797	12/16/1997	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES	9704917	1726/1998	4/14/1997	Huhtamaki Finance B.V.	Kraft Foods
CHUCKLES	2018/95	222 Book 57	7/1/1997	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.

<u>Trademark</u>	<u>Serial Number</u>	<u>Registration Number</u>	<u>Registration Date</u>	<u>Licensor</u>	<u>Licensee</u>
CHUCKLES	38233	435/82	5/23/1998	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES	4559/97	T97/045591	4/17/1997	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CHUCKLES CANADIAN JELLS	276171	157169	6/7/1968	Huhtamaki Finance B.V.	Farley's & Sathers Candy Company, Inc.
CLEAR FRUIT		515075	9/13/1949	Everfresh Beverages, Inc.	Farley's & Sathers Candy Company, Inc.
DUM-DUM POPS	73254085	1184039	12/29/1981	Spangler Candy Company	Farley's & Sathers Candy Company, Inc.
FLAVOR ROLLS		1002967	1/28/1975	Tootsie Roll Industries	Farley's & Sathers Candy Company, Inc.
FRUIT RUNTS	73479226	1343059	6/18/1985	Nestle'	Farley's & Sathers Candy Company, Inc.
HOT TAMALES	72159824	0759781	11/3/1963	Just Born, Inc.	Farley's & Sathers Candy Company, Inc.
MIDGEE	75666987	2321763	2/22/2000	Tootsie Roll Industries	Farley's & Sathers Candy Company, Inc.
PEARSON'S	72045343	0671289	12/16/1958	Pearson Candy Company	Farley's & Sathers Candy Company, Inc.
PIXY STIX	72077432	0699505	6/14/1960		
SLO POKE	73013370	1006430	3/11/1975	Sophie Mae Candy Company	Farley's & Sathers Candy Company, Inc.
SWEETARTS	75037503	2336949	4/4/2000	SPN	Farley's & Sathers Candy Company, Inc.
SWEETARTS (Stylized)	72180539	0947983	11/28/1972	SPN	Farley's & Sathers Candy Company, Inc.
TOOTSIE		2536259	2/5/2002	Tootsie Roll Industries	Farley's & Sathers Candy Company, Inc.
TOOTSIE POPS		2536259	3/29/1932	Tootsie Roll Industries	Farley's & Sathers Candy Company, Inc.

<u>Trademark</u>	<u>Serial Number</u>	<u>Registration Number</u>	<u>Registration Date</u>	<u>Licensor</u>	<u>Licensee</u>
TOOTSIE ROLL		1988251	7/23/1996	Tootsie Roll Industries	Farley's & Sathers Candy Company, Inc.
TOOTSIE ROLL MIDGEE	72405422	0949937	1/2/1973	Tootsie Roll Industries	Farley's & Sathers Candy Company, Inc.
FARLEY'S		63099	8/15/1997	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S		223 Book 91, pages 447-448	5/20/1999	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S		146563	4/1/1996	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S		90326	3/30/1998	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S		591179	11/25/1992	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S		TM15594	11/14/1996	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S	73033910	1044334	7/20/1976	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S		63008	9/20/1995	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S		63016	9/20/1995	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S		95158	7/1/1966	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S		31266	10/12/1992	Farley's & Sathers Candy Company, Inc.	Kraft Foods

<u>Trademark</u>	<u>Serial Number</u>	<u>Registration Number</u>	<u>Registration Date</u>	<u>Licensor</u>	<u>Licensee</u>
FARLEY'S		220125	8/23/1991	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S		58938	9/25/1992	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S		201776	7/9/1996	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S		7619	8/5/2001	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S		116758	1/3/2000	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S		10159	8/25/1997	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S		30334	7/23/1996	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S		956879	8/16/2001	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S		329.128	3/15/1991	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S		F171.102	10/7/1994	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S		F171.103	10/7/1994	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S		F171.104	10/7/1994	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S		2511748	3/31/1993	Farley's & Sathers Candy Company, Inc.	Kraft Foods

<u>Trademark</u>	<u>Serial Number</u>	<u>Registration Number</u>	<u>Registration Date</u>	<u>Licensor</u>	<u>Licensee</u>
FARLEY'S		5863	7/20/1996	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S		171.219	1/30/1995	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S		96435	8/20/1996	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S		20861	5/30/1996	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S (Stylized)	75415314	2220492	1/26/1999	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S (Stylized)	75414698	2255145	6/22/1999	Farley's & Sathers Candy Company, Inc.	Kraft Foods
FARLEY'S and Design		958947	9/1/2001	Farley's & Sathers Candy Company, Inc.	Kraft Foods
TOOTSIE POPS		2536259	3/29/1932	Tootsie Roll Industries	Farley's & Sathers Candy Company, Inc.
TOOTSIE ROLL		1988251	7/23/1996	Tootsie Roll Industries	Farley's & Sathers Candy Company, Inc.
TOOTSIE ROLL MIDGEE		0949937	1/2/1973	Tootsie Roll Industries	Farley's & Sathers Candy Company, Inc.