

12-17-2002

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

The Bank of New York

12-10-02

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State - New York, Other

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

(See attached page for Continuation of the Names of Conveying Parties in Item 1)

2. Name and address of receiving party(ies)

Name: Mrs. Fields' Development Corporation

Internal Address:

Street Address: 2855 E. Cottonwood Parkway, #400

City: Salt Lake City State: Utah Zip: 84121

- 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) & address(es) attached? Yes No

OFFICE OF PATENT AND TRADEMARKS FINANCE SECTION 2007 DEC 10 AM 11:41

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other Termination and Release of Security Interest in Trademarks

Execution Date: September 18, 1996

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,241,619; 1,256,315; 1,299,149; 1,543,094; 1,738,784; 1,770,259; 1,770,260; 1,770,264; 1,819,518; 1,472,531; 1,983,184

Additional number(s) attached Yes No

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

Name: Michael E. Mangelson

Internal Address: (801) 328-3131

Street Address: Stoel Rives LLP One Utah Center 201 South Main, Ste. 1100

City: Salt Lake City State: Utah Zip: 84111-4904

6. Total number of applications and registrations involved: 11

7. Total fee (37 CFR 3.41) \$290.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

502375

(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.

Michael E. Mangelson, Esq.

Name of Person Signing

Signature

12/10/02

Date

12/17/2002 LMUELLER 00000072 1241619

01 FC: 8521 40.00 DP Total number of pages including cover sheet, attachments, and document: 5

02 FC: 8522 250.00 DP Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 002634 FRAME: 0205

**Continuation of the Name of  
Conveying Party(ies) in Item 1  
of the Recordation Form Cover Sheet  
TRADEMARKS ONLY**

1. Additional name of conveying party(ies):

**NationsBank of Texas, N.A., a national banking association**

**TERMINATION AND RELEASE OF SECURITY INTEREST  
IN TRADEMARKS**

This Termination and Release of Security Interest in Trademarks granted on this 18th day of September, 1996, by The Bank of New York, a New York banking corporation with offices at 101 Barclay Street, Floor 21 West New York, New York 10286 as successor to NationsBank of Texas, N.A. ("Nations"), a national banking association, with offices at 901 Main Street, 16th Floor, Dallas, Texas, 75201 (the "Secured Party") to Mrs. Fields Development Corporation, a Delaware corporation, with offices at 333 Main Street, Park City, Utah, 84060 (the "Borrower"), as follows:

**W I T N E S S E T H**

WHEREAS, the Borrower has heretofore granted to the Secured Party a security interest and trademark license in certain United States trademarks, as are more particularly set forth on Schedule A attached hereto (the "Trademarks") to secure the Obligations of the Borrower in relation to that certain Security Agreement recorded in the United States Patent and Trademark Office as of March 10, 1993, at Reel 0933, Frames 0859 through 0902 (the "Agreement"), between the parties;

WHEREAS, The Bank of New York acquired all right, title and interest of Nations under the Agreement

pursuant to an Assignment and Assumption Agreement dated December 4, 1995;

WHEREAS, the Borrower has satisfied all of the obligations contained in the Agreement;

WHEREAS, the parties hereto agree to release, restore, and reassign all right, title and interest in and to the Trademarks to the Borrower and to dissolve any and all liens and encumbrances respecting the Trademarks.

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, the Secured Party hereby releases, discharges, quit claims, and relinquishes any and all right, title and interest in and to the Trademarks and the security interest and license as granted to the Secured Party by the Borrower pursuant to the Agreement, which Agreement was duly recorded on March 10, 1993 at Reel 0933, Frames 0859 through 0902 in the United States Patent and Trademark office.

IN WITNESS WHEREOF, the undersigned, by and through its authorized office, has caused this instrument to be executed under seal on the date first written above.

THE BANK OF NEW YORK  
as successor to  
NATIONSBANK OF TEXAS, N.A.  
(The Secured Party)

By: *Timothy J. Shea*  
Name: Timothy J. Shea  
Title: ASSISTANT TREASURER

NATIONSBANK OF TEXAS, N.A.

BY: *Edgar R. Smith*  
Name: Edgar R. Smith  
Title: Vice President

SCHEDULE A

MARK	REGISTRATION/ APPLICATION NUMBER	REGISTRA- TION/ FILING DATE	OWNER	STATUS
MRS. FIELDS COOKIES & De- sign	1,241,619	6/7/83	Mrs. Fields Develop- ment Corporation	Registered
MRS. FIELDS COOKIES & De- sign	1,256,315	11/1/83	Mrs. Fields Develop- ment Corporation	Registered
MRS. FIELDS Stylized	1,299,149	10/2/84	Mrs. Fields Develop- ment Corporation	Registered
GOOD ENOUGH NEVER IS	1,543,094	6/6/89	Mrs. Fields Develop- ment Corporation	Registered
SUPER EXPRESS LUNCH	1,736,784	12/8/92	Mrs. Fields Develop- ment Corporation	Registered
MRS. FIELDS MAKES YOUR COOKIES BETTER	1,770,259	5/11/93	Mrs. Fields Develop- ment Corporation	Registered
MRS. FIELDS & Design	1,770,260	5/11/93	Mrs. Fields Develop- ment Corporation	Registered
MRS. FIELDS & Design	1,770,264	5/11/93	Mrs. Fields Develop- ment Corporation	Registered
MRS. FIELDS & Design	1,819,518	2/1/94	Mrs. Fields Develop- ment Corporation	Registered
COOKIE POP	1,472,531		Mrs. Fields Develop- ment Corporation	Registered
MRS. FIELDS Stylized	1,983,184		Mrs. Fields Develop- ment Corporation	Registered

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TOTAL P.07