

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	10/11/2002

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Societe des Produits Nestle S.A.		10/11/2002	societe anonyme: SWITZERLAND
Nestec, Ltd.		10/11/2002	CORPORATION: SWITZERLAND

RECEIVING PARTY DATA

Name:	Wilbur Chocolate Company, Inc.
Also Known As:	AKA Wilbur Chocolate Co., Inc.
Street Address:	20 North Broad Street
City:	Lititz
State/Country:	PENNSYLVANIA
Postal Code:	17543
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Registration Number:	844684	BROC
Registration Number:	849524	BURGUNDY
Registration Number:	840102	CHATHAM
Registration Number:	840103	COMMANDER
Registration Number:	232334	CREMA
Registration Number:	843775	EASTCHESTER
Registration Number:	840109	FULTON
Registration Number:	834080	ICECAP
Registration Number:	840107	MADISON
Registration Number:	840105	MONOGRAM

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Registration Number:	532689	PETER'S
Registration Number:	840104	ULTRA
Registration Number:	858660	VIKING
Registration Number:	834079	WESTCHESTER
Registration Number:	840108	ZENDA

CORRESPONDENCE DATA

Fax Number: (952)404-6367

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 952-742-6334

Email: trademark_docketing@cargill.com

Correspondent Name: Wendy Fields/Cargill, Incorporated

Address Line 1: 15407 McGinty Road West

Address Line 2: Mail Stop Law/24

Address Line 4: Wayzata, MINNESOTA 55391

NAME OF SUBMITTER:	Wendy A. Fields
Signature:	/Wendy A. Fields/
Date:	03/08/2005

Total Attachments: 4

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NUNC PRO TUNC

ASSIGNMENT OF INTELLECTUAL PROPERTY RIGHTS

WHEREAS, Société des Produits Nestlé S.A., a société anonyme organized under the laws of Switzerland and an affiliate of Nestlé USA, Inc., a Delaware corporation ("SPN"), Nestec, Ltd., a corporation organized under the laws of Switzerland and an affiliate of SPN ("Nestec") and together with SPN, "Seller", and Wilbur Chocolate Company, Inc., a Delaware corporation ("Buyer"), have entered into that certain Intellectual Property Purchase and License Agreement, dated as of the date hereof (the "Intellectual Property Purchase and License Agreement"), pursuant to which Seller has agreed to sell, and Buyer has agreed to buy, certain intellectual property.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Seller hereby assigns and transfers to Buyer all of its right, title and interest in and to, if any, to all of Seller's or Seller's Affiliates' right, title and interest, if any, in and to:

(i) the United States and Canadian registered trademarks (or marks for which applications for registration are pending) set forth on Schedule A (collectively, the "U.S. and Canadian Registered Trademarks"), and the goodwill of the Business associated therewith,

(ii) those unregistered trademarks, as used in the United States and Canada, together with the goodwill of the Business associated therewith, set forth under the caption "Unregistered Trademarks" on Schedule B,

(iii) all other trade dress, trademark registrations and trademark applications, logos, designs, copyrights, copyright registrations, if any, as used or registered in the United States and Canada, and owned by Seller or Seller's Affiliates (including, without limitation, all written promotional materials, current and historic ad copy, materials currently published on the Internet, and any such items described on Schedule A) that are used exclusively to conduct the Business as currently conducted in the United States and Canada, together with the goodwill of the Business associated therewith,

(iv) Seller's registration for the internet domain name "Peterschocolate.com"; and

(v) the "Peter's" trademarks are registered in the jurisdictions set forth on Schedule E hereto (collectively, the "Other Registered Trademarks").

Dated as of the 11th day of October 2002.

Société des Produits Nestlé S.A.

By: 

Name: Sandrine Royer Isabelle De Blic- Hamon

Title: Authorized Signatories

Nestec Ltd.

By: 

Name: Odette Dupont-Bonvin

Title: Assistant Vice President

Attached & Incorporated: Schedule A, B, and E

Schedule A

U.S. AND CANADIAN REGISTERED TRADEMARKS

MARK	COUNTRY	GOODS	CLASS	REG. NO. / DATE
BROC	US	Chocolate coating used in food manufacturing	30	844,684 / 2/20/1968
BURGUNDY	US	Chocolate coating used only in food manufacturing	30	849,524 / 5/21/1968
CHATHAM	US	Chocolate coating used only in food manufacturing	30	840,102 / 12/5/1967
COMMANDER	US	Chocolate coating used in food manufacturing	30	840,103 / 12/5/1967
CREMA	US	Milk chocolate coating and milk cocoa	30	232,334 / 8/2/1927
EASTCHESTER	US	Chocolate coating for use in the manufacturing of candy	30	843,775 / 2/6/1968
FULTON	US	Chocolate coating used in food manufacturing	30	840,109 / 12/5/1967
ICECAP	US	Vegetable coatings for use in manufacture of candy	30	834,080 / 8/22/1967
MADISON	US	Chocolate coating used in food manufacturing	30	840,107 / 12/5/1967
MONOGRAM	US	Chocolate coating used in food manufacturing	30	840,105 / 12/5/1967
PETER'S	US	Cocoa, chocolate coatings and sweet milk chocolate	30	532,689 / 10/31/1950
PETER'S	Canada	Chocolate and cocoa, including plain sweet chocolate, milk chocolate, chocolate with nuts, milk cocoa, chocolate coating, chocolate liquor and chocolate syrup	30, 33- Wines and Spirits	57233 / 7/20/1933
ULTRA	US	Chocolate coating used in food manufacturing	30	840,104 / 12/5/1967
VIKING	US	Chocolate coating used in food manufacturing	30	858,660 / 10/15/1968
WESTCHESTER	US	Coatings of a vegetable nature for use in the manufacture of candy	30	834,079 / 8/22/1967
ZENDA	US	Chocolate coating used in food manufacturing	30	840,108 / 12/5/1967

Schedule B

UNREGISTERED TRADEMARKS

The following unregistered trademarks are used in connection with the sale of chocolate products to industrial customers in the countries identified below:

	<u>MARK</u>	<u>COUNTRY (IES)</u>
1.	ALPS	U.S. & Canada
2.	BROKEN ORINOCO	U.S. & Canada
3.	CHELSEA	U.S. & Canada
4.	CHOCOLATE D'OR	U.S. & Canada
5.	GIBRALTAR	U.S. & Canada
6.	GLENMERE	U.S. & Canada
7.	HAMILTON	U.S. & Canada
8.	HERITAGE	U.S. & Canada
9.	JEWEL	U.S. & Canada
10.	MONTEREY	U.S. & Canada
11.	NEWPORT	U.S. & Canada
12.	NO. 23	U.S. & Canada
13.	ORKNEY	U.S. & Canada
14.	SUPERFINE	U.S. & Canada
15.	BROC	Canada
16.	BURGUNDY	Canada
17.	CHATHAM	Canada
18.	COMMANDER	Canada
19.	CREMA	Canada
20.	EASTCHESTER	Canada
21.	FULTON	Canada
22.	ICECAP	Canada
23.	MADISON	Canada
24.	MONOGRAM	Canada
25.	ULTRA	Canada
26.	VIKING	Canada
27.	WESTCHESTER	Canada
28.	ZENDA	Canada

Schedule E

OTHER REGISTERED TRADEMARKS JURISDICTIONS

South America

Belize
Bolivia
El Salvador
Grenada
Guyana
Peru

Europe

Austria
Benelux
France
Germany
Hungary
Ireland
Italy
Liechtenstein
Monaco
Portugal
Romania
San Marino
Spain
Switzerland
United Kingdom
Yugoslavia