

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
The Bank of New York		08/07/2007	Banking Corporation: NEW YORK

RECEIVING PARTY DATA

Name:	Pretzel Time Franchising, LLC
Street Address:	2855 E. Cottonwood Parkway
City:	Salt Lake City
State/Country:	UTAH
Postal Code:	84121
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	1778178	PRETZEL TIME
Registration Number:	2347706	FRESHNESS WITH A TWIST
Registration Number:	2446885	ROLL IT, TWIST IT, BAKE IT...FRESH!
Registration Number:	2495593	PRETZEL TIME
Registration Number:	2675524	PRETZELINI
Registration Number:	3015100	PRETZEL CHEESE STUFFERS
Registration Number:	989707	HOT SAM
Registration Number:	1561517	HOT SAM
Registration Number:	1827896	HOT SAM

CORRESPONDENCE DATA

Fax Number: (917)777-2962
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 212 735 2962
 Email: ssinha@skadden.com

CH \$240.00 1778178

Correspondent Name: S. Anita Sinha
Address Line 1: 4 Times Square
Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:

013430/21

NAME OF SUBMITTER:

S. Anita Sinha

Signature:

/S. Anita Sinha/

Date:

08/08/2007

Total Attachments: 3

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RELEASE OF SECURITY INTEREST IN TRADEMARKS

This RELEASE OF SECURITY INTEREST IN TRADEMARKS is granted as of August 7, 2007 by and between The Bank of New York (the "Trustee"), a New York banking corporation, located at 101 Barclay Street, New York, New York 10286, as trustee under the Indenture dated as of March 16, 2004, among Mrs. Fields Famous Brands, LLC, Mrs. Fields Financing Company, Inc., and the Bank of New York, and Pretzel Time Franchising, LLC ("Pretzel Time"), a limited liability company organized under the laws of Delaware, located at 2855 E. Cottonwood Parkway, Salt Lake City, Utah 84121;

WHEREAS, pursuant to a Trademark Security Agreement dated as of March 16, 2004 ("Trademark Security Agreement"), Pretzel Time granted a continuing security interest to the Trustee in all of its rights, title and interest in and to its trademarks and applications and registrations then existing and thereafter acquired, including, but not limited to, the list of said marks set forth in attached Schedule A. These trademarks are referred to collectively herein as "the Pretzel Time Trademarks"; and

WHEREAS, with respect to the agreement of March 16, 2004 and any prior security agreements, the Trustee wishes to release and restore all rights, title and interests in and to the Pretzel Time Trademarks to Pretzel Time and to dissolve any and all liens, rights, interests and encumbrances respecting the Pretzel Time Trademarks;

WHEREAS, the security agreement was recorded with the U.S. Patent and Trademark Office on March 19, 2004 at Reel 2816/Frame 0746 and on August 8, 2006 at Reel 3388/Frame 0001.

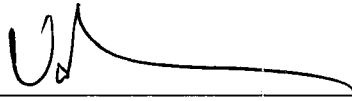
NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Trustee hereby waives, releases, restores, discharges, quit claims, relinquishes and abandons any and all rights, title and interests charged to it, liens, security interests, and any and all claims of liens or security interests and any other claim of encumbrances, rights, title, interests or goodwill, of any kind or nature whatsoever, in and to any of the Pretzel Time Trademarks by the agreement dated March 16, 2004 and by any prior security agreements; and

This Release Of Security Interest In Trademarks shall be binding upon the Trustee and its successor and assigns.

This is a release only of the rights granted by Pretzel Time to the Trustee. The continuing security interest granted to the Trustee by the other parties to the Trademark Security Agreement is not being released hereby and remains in effect.

IN WITNESS WHEREOF, the Trustee has executed this Release Of Security Interest In Trademarks as of the date above.



THE BANK OF NEW YORK

By:  _____

Name: Van K. Brown _____

Title: Vice President _____

SCHEDULE A

Reg. No./ App. No.	Mark	Goods/Services	Status
1,778,178	PRETZEL TIME	Restaurant services (Class 42)	Registered
2,347,706	FRESHNESS WITH A TWIST	Pretzels (Class 30)	Registered
2,446,885	ROLL IT, TWIST IT, BAKE IT...FRESH!	Pretzels, pretzel-based sandwiches and snack foods; non-alcoholic beverages, namely, coffee, tea and hot chocolate (Class 30); Non-alcoholic beverages, namely, soft drinks, fruit juices and drinking water (Class 32); Retail bakery store services (Class 35)	Registered
2,495,593	PRETZEL TIME	Pretzels (Class 30); Retail outlets featuring food (Class 35); Restaurant services (Class 42)	Registered
2,675,524	PRETZELINI	Pizza (Class 30)	Registered
3,015,100		Stuffed pretzels (Class 30)	Registered
989,707	HOT SAM	Pretzels (Class 30)	Registered
1,561,517		Retail food services (Class 42)	Registered
1,827,896	HOT SAM	Fast food restaurant services for consumption for on or off the premises (Class 42)	Registered