

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Hostess Brands, Inc.		04/09/2013	CORPORATION: DELAWARE

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	New HB Acquisition, LLC
<b>Street Address:</b>	1 East Armour Blvd.
<b>City:</b>	Kansas City
<b>State/Country:</b>	MISSOURI
<b>Postal Code:</b>	64111
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

<b>PROPERTY NUMBERS Total: 82</b>		
Property Type	Number	Word Mark
Registration Number:	0728631	LI'L ANGELS
Registration Number:	1001315	ZINGERS
Registration Number:	1011655	
Registration Number:	1040186	TWINKIE THE KID
Registration Number:	1091513	CHOCODILES
Registration Number:	1129357	DONETTES
Registration Number:	1226097	FRESHNESS YOU CAN TASTE
Registration Number:	1230142	DOLLY MADISON DONUT GEMS
Registration Number:	1236605	DOLLY MADISON
Registration Number:	0126368	HOSTESS
Registration Number:	1306267	CREME BOATS
Registration Number:	1394261	DANISH ROLLERS
Registration Number:	1420306	SWEET 16
Registration Number:	1456719	DOLLY MADISON BAKERY

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Registration Number:	1456720	DOLLY MADISON BAKERY
Registration Number:	1465728	WE'RE ALWAYS BAKING SOMETHING GOOD
Registration Number:	1550391	HOSTESS
Registration Number:	1693366	BROWNIE BITES
Registration Number:	1717159	CINNAMINIS
Registration Number:	1753359	CHOCO-LICIOUS
Registration Number:	1768188	HOSTESS HOPPER'S
Registration Number:	1776008	HOSTESS
Registration Number:	1783576	LI'L ANGELS
Registration Number:	1803873	HOSTESS BASEBALLS
Registration Number:	1809398	SWEET SIXTEEN
Registration Number:	1890064	HOSTESS
Registration Number:	1946107	HOSTESS KOOKIES
Registration Number:	1946109	HOSTESS KOOKIES
Registration Number:	2075568	HOSTESS - NOW THAT'S THE STUFF!
Registration Number:	2128257	HOSTESS TIGER TAILS
Registration Number:	2143589	HO HO HO'S
Registration Number:	2170319	HOSTESS SNO BALLS
Registration Number:	2244916	HOSTESS LUCKY PUFFS
Registration Number:	2265139	DING DONGS
Registration Number:	2316836	SNO BALLS
Registration Number:	2641675	AMERICA'S FAVORITE SNACK CAKES
Registration Number:	2970681	DONUT BITES
Registration Number:	2976317	SNACK ZONE
Registration Number:	2983649	GLO BALLS
Registration Number:	3051954	SNACK ZONE
Registration Number:	3244132	LAS DELICIAS DE HOSTESS
Registration Number:	3260896	HOSTESS
Registration Number:	3305775	HO HOS
Registration Number:	3305799	BASEBALLS
Registration Number:	3331770	DOLLY MADISON BAKERY
Registration Number:	3368106	DOLLY DOLLY MADISON BAKERY
Registration Number:	3398276	DOLLY
Registration Number:	3421900	HOSTESS 100 CALORIE PACKS
Registration Number:	3462176	3 CAKES. 100 CALORIES. REAL SATISFACTION.

**TRADEMARK**

**REEL: 005000 FRAME: 0616**

	3488527	DONUT GEMS
Registration Number:	3628124	PECAN ROLLERS
Registration Number:	3634170	TWINKIE BITES
Registration Number:	3641107	
Registration Number:	3845944	THE TASTE THAT SATISFIES!
Registration Number:	3869348	THE ORIGINAL SQUIGGLE
Registration Number:	3979590	SMARTBAKES
Registration Number:	4023022	HO HOS
Registration Number:	4023024	ZINGERS
Registration Number:	4007060	CAPTAIN CUPCAKE
Registration Number:	4010143	CAPTAIN
Registration Number:	4016211	HOSTESS
Registration Number:	4016212	TWINKIES
Registration Number:	4016213	DING DONGS
Registration Number:	4016214	SUZY Q'S
Registration Number:	4016239	
Registration Number:	4079526	HOSTESS DIRECT
Registration Number:	4099530	CAPTAIN CUPCAKE
Registration Number:	4206325	CAPTAIN
Registration Number:	0717273	TWINKIES
Registration Number:	0732788	HOSTESS
Registration Number:	0738321	SUZY Q'S
Registration Number:	0740293	HOSTESS
Registration Number:	0845555	MICKEY
Registration Number:	0862477	HO HOS
Registration Number:	0965218	
Serial Number:	85570302	SNACKISODES
Serial Number:	85627497	SNACKSTAR
Serial Number:	85627507	SNACKSTAR
Serial Number:	85627515	EXTREME CREME
Serial Number:	85716331	TWINKIES
Serial Number:	85716469	HOSTESS
Serial Number:	85725776	HOSTESS SHUFFLE

CORRESPONDENCE DATA

**TRADEMARK**  
**REEL: 005000 FRAME: 0617**

Fax Number: 2027393001

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Phone: 2027393000

Email: fgordon@morganlewis.com

Correspondent Name: Morgan, Lewis & Bockius LLP

Address Line 1: 1111 Pennsylvania Avenue, NW

Address Line 4: Washington, DISTRICT OF COLUMBIA 20004

NAME OF SUBMITTER:	Felicia D. Gordon
Signature:	/Felicia D. Gordon/
Date:	04/09/2013

**Total Attachments: 7**

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CONFIRMATORY TRADEMARK ASSIGNMENT

This Confirmatory Trademark Assignment is made this 9th day of April, 2013, by Hostess Brands, Inc., a Delaware Corporation (“Assignor”), and New HB Acquisition, LLC, a Delaware limited liability company (“Assignee”).

WHEREAS by separate instruments executed on April 9, 2013, Assignor assigned, sold, transferred, conveyed and delivered all of its right, title and interest in, to and under the trademarks and/or trade names set forth on Schedule A hereto (the “Marks”), together with the goodwill of the businesses associated therewith and the portion of the business to which the Marks pertain.

WHEREAS this assignment document is being executed to confirm in writing the earlier transfer of the Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby confirms having assigned, sold, transferred, conveyed and delivered to Assignee all of Assignor’s right, title and interest in, to and under the Marks, including all of the goodwill associated with any of the Marks, the portion of the business to which the Marks pertain, and all rights of action and remedies for past, present, and future infringements of any of the Marks.

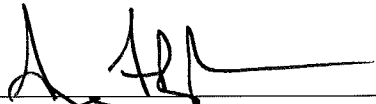
Assignor hereby authorizes and requests the Commissioner of Patents and Trademarks of the United States to record Assignee as the owner of any and all of Assignor’s rights in the Marks and to issue to Assignee any and all trademark registrations and service mark registrations resulting from said trademark applications and service mark applications, or any renewals of said registrations.

**[Signature Page Follows]**

IN WITNESS WHEREOF, the parties hereto have executed this Confirmatory Trademark Assignment effective as of the date first above written.

ASSIGNOR:

HOSTESS BRANDS, INC.

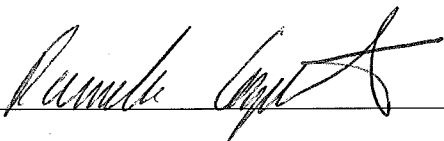
By:  \_\_\_\_\_

Name: Gregory F. Rayburn

Title: Chief Executive Officer

ASSIGNEE:






NEW HB ACQUISITION, LLC






By:  \_\_\_\_\_

Name: Pamela Cogut

Title: Vice President

# Schedule A



Mark	Registration Number	Registration Date
L'IL ANGELS	0728631	13-Mar-1962
ZINGERS	1001315	07-Jan-1975
DESIGN (MAGICIAN-FRUIT PIE)	1011655	27-May-1975
		
TWINKIE THE KID & DESIGN	1040186	25-May-1976
		
CHOCO-DILES	1091513	16-May-1978
DONETTES	1129357	15-Jan-1980
FRESHNESS YOU CAN TASTE	1226097	01-Feb-1983
DOLLY MADISON DONUT GEMS	1230142	08-Mar-1983
DOLLY MADISON & DESIGN		
	1236605	03-May-1983
HOSTESS	126368	19-Aug-1919
CRÈME BOATS	1306267	20-Nov-1984
DANISH ROLLERS	1394261	20-May-1986
SWEET 16	1420306	09-Dec-1986
DOLLY MADISON BAKERY & DESIGN		
	1456719	08-Sep-1987
DOLLY MADISON BAKERY	1456720	08-Sep-1987
WE'RE ALWAYS BAKING SOMETHING GOOD	1465728	17-Nov-1987
HOSTESS & HEART DESIGN	1550391	01-Aug-1989
		
BROWNIE BITES	1693366	09-Jun-1992
CINNAMINIS	1717159	15-Sep-1992
CHOCO-LICIOUS	1753359	16-Feb-1993

Mark	Registration Number	Registration Date
HOSTESS HOPPER'S & DESIGN 	1768188	27-Apr-1993
HOSTESS & HEART AND SUN DESIGN 	1776008	08-Jun-1993
LI'L ANGELS (STYLIZED) 	1783576	20-Jul-1993
HOSTESS BASEBALLS & DESIGN 	1803873	09-Nov-1993
SWEET SIXTEEN HOSTESS & HEART DESIGN	1809398	07-Dec-1993
	1890064	18-Apr-1995
HOSTESS KOOKIES & DESIGN 	1946107	02-Jan-1996
HOSTESS KOOKIES & DESIGN (CHOCOLATE CHIP) 	1946109	02-Jan-1996
HOSTESS NOW THAT'S THE STUFF!	2075568	01-Jul-1997
HOSTESS TIGER TAILS	2128257	13-Jan-1998
HO HO HO'S	2143589	10-Mar-1998
HOSTESS SNO BALLS	2170319	30-Jun-1998
HOSTESS LUCKY PUFFS	2244916	11-May-1999
DING DONGS	2265139	27-Jul-1999
SNO BALLS	2316836	08-Feb-2000



Mark	Registration Number	Registration Date
AMERICA'S FAVORITE SNACK CAKES	2641675	29-Oct-2002
DONUT BITES	2970681	19-Jul-2005
SNACK ZONE	2976317	26-Jul-2005
GLO BALLS	2983649	09-Aug-2005
SNACK ZONE	3051954	31-Jan-2006
LAS DELICIAS DE HOSTESS	3244132	22-May-2007
HOSTESS and Design	3260896	10-Jul-2007
		
HO HOS	3305775	09-Oct-2007
BASEBALLS	3305799	09-Oct-2007
DOLLY MADISON BAKERY	3331770	06-Nov-2007
DOLLY DOLLY MADISON BAKERY and Design		
	3368106	15-Jan-2008
DOLLY	3398276	18-Mar-2008
HOSTESS 100 CALORIE PACKS and Design	3421900	06-May-2008
		
3 cakes. 100 calories. Real satisfaction.	3462176	08-Jul-2008
DONUT GEMS	3488527	19-Aug-2008
PECAN ROLLERS	3628124	26-May-2009
TWINKIE BITES	3634170	09-Jun-2009
	3641107	16-Jun-2009
THE TASTE THAT SATISFIES!	3845944	07-Sep-2010
THE ORIGINAL SQUIGGLE	3869348	02-Nov-2010
SMARTBAKES	3979590	14-Jun-2011
HO HOS	4023022	06-Sep-2011
ZINGERS	4023024	06-Sep-2011
CAPTAIN CUPCAKE (Word Mark)	4007060	02-Aug-2011
CAPTAIN and Design (CAPTAIN CUPCAKE Character)	4010143	09-Aug-2011
		

Mark	Registration Number	Registration Date
HOSTESS & HEART DESIGN 	4016211	23-Aug-2011
TWINKIES	4016212	23-Aug-2011
DING DONGS	4016213	23-Aug-2011
SUZY Q'S	4016214	23-Aug-2011
	4016239	23-Aug-2011
HOSTESS DIRECT	4079526	03-Jan-2012
CAPTAIN CUPCAKE	4099530	14-Feb-2012
CAPTAIN and Design (CAPTAIN CUPCAKE Character)	4206325	11-Sep-2012
		
TWINKIES	717273	20-Jun-1961
HOSTESS	732788	12-Jun-1962
SUZY QS	738321	25-Sep-1962
HOSTESS	740293	06-Nov-1962
MICKEY	845555	05-Mar-1968
HO HOS & DESIGN 	862477	24-Dec-1968
DESIGN (HEART IN HOUSE) 	965218	31-Jul-1973
SNACKISODES	Pending Application No. 85/570302	Application Date 15-Mar-2012
SNACKSTAR	Pending Application No. 85/627497	Application Date 16-May-2012
SNACKSTAR and Design 	Pending Application No. 85/627507	Application Date 16-May-2012

Mark	Registration Number	Registration Date
EXTREME I and Design 	Pending Application No. 85/627515	Application Date 16-May-2012
TWINKIES	Pending Application No. 85/716331	Application Date 29-Aug-2012
HOSTESS & Design 	Pending Application No. 85/716469	Application Date 29-Aug-2012
HOSTESS SHUFFLE	Pending Application No. 85/725776	Application Date 11-Sep-2012