

UNITED STATES OF AMERICA

[REDACTED]

enclosures and the information contained therein be accorded confidential treatment pursuant to all applicable laws and regulations.

1. *CoolBrands and Dreyer's propose to extend portions of the Transition Services*

Agreement for an additional nine months.

Attached as Exhibit 3 is a copy of the proposed new Trademark License Agreement, which has been signed by both parties. Because the original trademark license

is included in the Amended and Restated Asset Purchase Agreement, dated June 4, 2002

noted above, CoolBrands will effectively not be able to operate the divested businesses without

requested modification will have the direct result of making CoolBrands a more effective

Respectfully submitted.

Dated: June 23, 2004

DREYER'S GRAND ICE CREAM HOLDINGS, INC.



Vicki L. Randall, Associate General Counsel

DREYER'S GRAND ICE CREAM, INC.

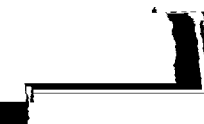


Vicki L. Randall, Associate General Counsel

Respectfully submitted.

Dated: June 23, 2004

EXHIBIT 1



[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

15
16

[REDACTED]

[REDACTED]

[REDACTED]

MODIFY DECISION AND ORDER

[Redacted]

... the Master Services Agreement that

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

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[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

CoolBrands is actively pursuing arrangements to assume these functions, but will not be able to complete these arrangements by July 5, 2004

[Redacted]

[REDACTED]

11

[REDACTED]

12.

[REDACTED]

13

[REDACTED]

15. Dreyer's has indicated its willingness to extend its license of the "Whole Fruit" name and continuing production of fruit bars using such name. In modifying the

20. Due to this impending deadline, we ask for immediate review and approval of this request.

[Handwritten signature]