

MKE REC  
6-12-98 TI

06-17-1998



100740819

Tab settings

To the Honorable Commissioner of Patents and Trademarks, U.S. Department of Commerce, Washington, D.C. 20231  
Send original documents or copy thereof.

1. Name of conveying party(ies):  
**Progressive International Corporation**  
 6111 South 228th Street  
 Kent, WA 98032

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State **Washington**  
 Other \_\_\_\_\_

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

2. Name and address of receiving party(ies):  
 Name: PIC Acquisition Corp.  
 Internal Address: \_\_\_\_\_  
 Street Address: 6111 South 228th Street  
 City: Kent State: WA ZIP: 98032

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

3. Nature of conveyance:  
 Assignment                       Merger  
 Security Agreement               Change of Name  
 Other \_\_\_\_\_

Execution Date: June 5, 1998

4. Application number(s) or registration number(s):  
 A. Trademark Application No.(s)  
See attached Schedule B

Additional numbers attached?  Yes  No

B. Trademark registration No.(s)  
See attached Schedule B

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Federal Research Corp  
 Internal Address: \_\_\_\_\_  
 Street Address: 400 Seventh St NW  
Suite 101  
 City: Washington State: DC ZIP: 20004

6. Total number of applications and registrations involved: ..... **6**

7. Total fee (37 CFR 3.41): ..... \$ 165<sup>00</sup>  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number: \_\_\_\_\_  
 (Attach duplicate copy of this page if paying by deposit account)

RECEIVED  
JUN 19 1998  
PTO

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*

Benjamin Katz                      B Katz                      6/8/98  
 Name of Person Signing                      Signature                      Date

Total number of pages including cover sheet, attachments and document: **5**

Mail documents to be recorded with required cover sheet information to:  
 Commissioner of Patents & Trademarks, Box Assignments  
 Washington, D.C. 20231

06/17/1998 TTON11 00000081 1955619  
 B14494  
 FC:481  
 FC:482

40.00  
 125.00

TRADEMARK  
REEL: 1742 FRAME: 0100

**SCHEDULE A**

**Trademark**

**Registration/Serial Number**

PROGRESSIVE INTERNATIONAL in Chile (Reg. No. 461,000 & 461,001)  
PROGRESSIVE INTERNATIONAL in Australia (Reg. No. 655,808 & 655,809)  
PROGRESSIVE INTERNATIONAL in New Zealand (Reg. No. 246,092 & 246,093)  
PROGRESSIVE INTERNATIONAL in Canada (Reg. No. TMA 475,342)  
PROGRESSIVE INTERNATIONAL in the United States (Reg. No. 1,955,619) /  
PROGRESSIVE INTERNATIONAL in Argentina (No. 1,596,039 & 1,596,042)  
PROGRESSIVE INTERNATIONAL in Brazil (Pending) (No. 203,815; 203,823 & 203,831)  
HEALTHY KITCHEN in the United States (Reg. No. 2,105,652) 2  
HEALTHY COOKING in the United States (Reg. No. 2,077,816) 3  
LIFESTYLE in United States (Reg. No. 1,173,076) 4  
ROOKIE COOK in United States (App. No. 75-040,430) 5  
FAMILY FIRST in United States (App. No. 75-040,429) 6

**Trade Names:**

The Progressive Shopper in the United States

06/02/98/MNC/11234/003/ASSIGN/264925.1

TRADEMARK  
REEL: 1742 FRAME: 0101

SCHEDULE B

Trademark

Registration/Serial Number

PROGRESSIVE INTERNATIONAL in the United States (Reg. No. 1,955,619)

HEALTHY KITCHEN in the United States (Reg. No. 2,105,652)

HEALTHY COOKING in the United States (Reg. No. 2,077,816)

LIFESTYLE in the United States (Reg. No. 1,173,076)

ROOKIE COOK in the United States (App. No. 75-040,430)

FAMILY FIRST in the United States (App. No. 75-040,429)

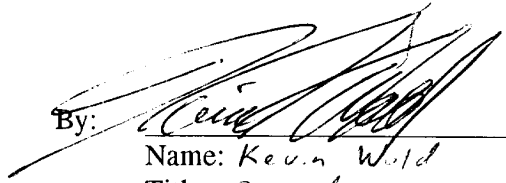
(  
{  
(

**ASSIGNMENT OF TRADEMARKS**

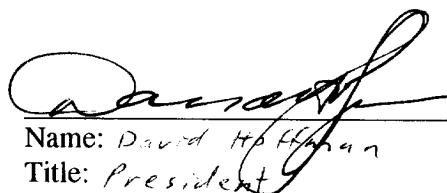
**FOR GOOD AND VALUABLE CONSIDERATION**, the receipt and sufficiency of which is hereby acknowledged, **PROGRESSIVE INTERNATIONAL CORPORATION**, a corporation organized and existing under the laws of the State of Washington ("Assignor"), located at 6111 South 228th Street, Kent, WA 98032, hereby sells, assigns and transfers to **PIC ACQUISITION CORP.**, a corporation organized and existing under the laws of the State of Delaware ("Assignee"), all of its right, title, and interest in and to the trademarks listed on Schedule A attached hereto, together with the goodwill of the business in which the trademarks are used and together with all rights to sue for the past and future infringement thereof, free and clear of all liens, claims and encumbrances.

**IN WITNESS WHEREOF**, Assignor and Assignee have caused this Assignment of Trademarks to be executed as of this 5 day of June, 1998.

**PROGRESSIVE INTERNATIONAL CORPORATION**

By:   
Name: Kevin Wold  
Title: President

**PIC ACQUISITION CORP.**


By:   
Name: David Hoffmann  
Title: President

06/02/98/MNC/11234/003/ASSIGN/264925.1

STATE OF NEW YORK            )  
  )  SS:  
COUNTY OF NEW YORK        )

On this 5 day of June, 1998, before me personally appeared David G. Hoffman, who proved to me on the basis of satisfactory evidence to be the person who executed the above Assignment of Trademarks as President of **PIC ACQUISITION CORP.** and who acknowledged to me that the corporation executed it.

Witness my hand and official seal

  
\_\_\_\_\_  
Notary Public

**CARMELA F. MARABELLO**  
**NOTARY PUBLIC, State of New York**  
No. 24-4763158  
Qualified in Kings County  
Commission Expires 11/30/98

06/04/98/CFM/11234/003/ASSIGN/264925.2

TRADEMARK  
REEL: 1742 FRAME: 0104

STATE OF NEW YORK            )  
  ) ss:  
COUNTY OF NEW YORK        )

On this 5 day of June, 1998, before me personally appeared Kevin L. Wold, who proved to me on the basis of satisfactory evidence to be the person who executed the above Assignment of Trademarks as President of **PROGRESSIVE INTERNATIONAL CORPORATION** and who acknowledged to me that the corporation executed it.

Witness my hand and official seal



Carmela F. Marabello  
Notary Public

**CARMELA F. MARABELLO**  
**NOTARY PUBLIC, State of New York**  
No. 24-4763158  
Qualified in Kings County  
Commission Expires 11/30/98

06/04/98/CFM/11234/003/ASSIGN/264925.2