

1. Name of Party conveying an interest:  
International Resourcing Services, Inc.  
370 N. Park Avenue  
Highland Park, Illinois 60035

Entity:

- Individual(s)       Association
- General Partnership       Limited Partnership
- Corporation - State
- Other

*EM MAD*  
*11-30-98*

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

2. Name and Address of Party receiving an interest:  
International Resources, LLC  
60 Revere Drive, Suite 725  
Northbrook, Illinois 60062

Entity:

- Individual(s)       Association
- General Partnership       Limited Partnership
- Corporation - State
- Other

12-03-1998



100913282

Citizenship: USA

If 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) and address(es) attached?

- Yes       No

3. Interest Conveyed:

- Assignment       Change of Name
- Security Agreement       Merger
- Other

*22*

*TM*

Execution Date: November 23, 1998

4. Application number(s) or registration number(s). Additional numbers attached?  
 Yes       No

A. Trademark Application No(s).

B. Trademark Registration No(s).  
2099912; 1793385; 1917994; 2194432; 1941162; 1827509.

5. Name and address of party to whom correspondence concerning document should be mailed:

Thad Chaloehtiarana  
Holleb & Coff  
Suite 4100  
55 East Monroe Street  
Chicago, IL 60603

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41) \$ 165.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

12/03/1998 TTON11 00000019 2099912

01 FC:481 40.00 DP  
02 FC:482 125.00 DP

DO NOT USE THIS SPACE

*165E*

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.

Thad Chaloehtiarana  
Name of Person Signing

Signature

11/30/98  
Date

Total number of pages comprising cover sheet:

## ASSIGNMENT OF TRADEMARKS

Assignment made as of this November 23, 1998 by International Resourcing Services, Inc. ("Assignor") to International Resources, LLC ("Assignee").

WHEREAS, Assignor has adopted, used and is using the trademarks identified in the attached Schedule A (the "Marks") in connection with its business of importing and distributing certain collectible products; and

WHEREAS, Assignor obtained registrations for the Marks in the United States Patent and Trademark Office (the "Registrations"), with the registration numbers identified in the attached Schedule A; and

WHEREAS, Assignee desires to acquire the entire interest of the Assignor in the Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is acknowledged, Assignor assigns to Assignee: all right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks; any rights that arise from the Registrations; and all causes of action, past and future, for infringement of the Marks or other violations of the rights assigned hereunder and right to collect damages for past and future infringement. Assignor represents and warrants to Assignee that it has made continuous use of each of the Marks in connection with the goods/services recited in the respective Registrations at least since the dates of

first use in commerce recited in the respective Registrations and that it has not made any other assignment or pledge of the Marks, any rights therein or the Registrations.

INTERNATIONAL RESOURCING SERVICES, INC.

By: Deanna Gabriel  
Deanna Gabriel  
Its: President

INTERNATIONAL RESOURCES, LLC

By: Larry A. Stern  
Larry Stern  
Its: President

**SCHEDULE A**

<b>MARK</b>	<b>REGISTRATION NO.</b>	<b>REGISTRATION DATE</b>
<b>LIBERTY FALLS COLLECTION</b>	2,099,912	September 23, 1997
<b>STYLIZED EAGLE DESIGN SURROUNDED BY A BORDER CONTAINING STARS</b>	1,793,385	September 21, 1993
<b>LIBERTY FALLS</b>	1,917,994	September 12, 1995
<b>AMERICANA COLLECTION</b>	2,194,432 (Supplemental Register)	October 6, 1998
<b>LIBERTY FALLS COLLECTORS CLUB</b>	1,941,162	December 12, 1995
<b>THE CORNWALL COTTAGE COLLECTION</b>	1,827,509	March 22, 1994

0285520.02

**RECORDED: 11/30/1998**

**TRADEMARK  
REEL: 1821 FRAME: 0564**