

02-08-1999



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RECORDATION I
TRADEMA

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # 100789560
- Correction of PTO Error
Reel # [] Frame # []
- Corrective Document
Reel # [] Frame # []

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger Change of Name
 - Other []
- Effective Date
Month Day Year
[]

Conveying Party

Mark if additional names of conveying parties attached

Name GROW BIZ INTERNATIONAL, INC. Execution Date
Month Day Year
07 23 98

Formerly []

- Individual General Partnership Limited Partnership Corporation Association
- Other []
- Citizenship/State of Incorporation/Organization MINNESOTA

Receiving Party

Mark if additional names of receiving parties attached

Name CD WAREHOUSE, INC.

DBA/AKA/TA []

Composed of []

Address (line 1) 1204 SOVEREIGN ROW

Address (line 2) []

Address (line 3) OKLAHOMA CITY OKLAHOMA 73108
City State/Country Zip Code

- Individual General Partnership Limited Partnership Corporation Association
- Other []
- Citizenship/State of Incorporation/Organization DELAWARE

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

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

TRADEMARK
REEL: 1849 FRAME: 0592

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes


No

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. Charges to deposit account are authorized, as indicated herein.

Bruce W. Day

Name of Person Signing



Signature

1/25/99

Date Signed

ASSIGNMENT OF APPLICATION FOR REGISTRATION

Whereas, GROW BIZ INTERNATIONAL, INC. ("Assignor"), a Minnesota corporation, with principal offices located at 4200 Dahlberg Drive, Minneapolis, MN 55422-4837 has adopted and is using a mark which is registered in the United States Patent and Trademark Office, Registration No. 1749080 dated January 26, 1993, as follows:

Make The Exchange

and

WHEREAS, CD WAREHOUSE, INC. ("Assignee"), a Delaware corporation with principal offices located at 1204 Sovereign Row, Oklahoma City, OK 73108, is desirous of acquiring said mark;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Assignor does hereby assign unto the said Assignee, all right, title and interest in and to the said mark, together with the good will of the business symbolized by the mark, and the above identified registration of said mark.

The Commissioner of Patents and Trademarks is requested to issue the Certificate of Registration to said assignee.

GROW BIZ INTERNATIONAL, INC.

By Gaylen Knack
Gaylen Knack
Its: Vice President/General Counsel

STATE OF MINNESOTA)
) ss.
COUNTY OF HENNEPIN)

The foregoing was acknowledged before me this 23rd day of July, 1998, by Gaylen Knack, the Vice-President/General Counsel of GROW BIZ INTERNATIONAL, INC., a corporation under the laws of Minnesota, on behalf of the corporation.

Jane Cavanaugh
Notary Public



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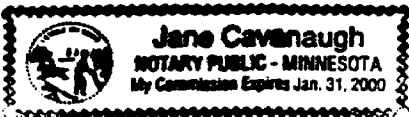
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**UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office**

ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

OCTOBER 29, 1998

PTAS



100789560A

ROBERT M. CAPUS
ALTHEIMER & GRAY
SUITE 4000
10 SOUTH WACKER DRIVE
CHICAGO, IL 60606

**UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF NON-RECORDATION OF DOCUMENT**

DOCUMENT ID NO.: 100789560

THE ENCLOSED DOCUMENT HAS BEEN EXAMINED AND FOUND NON-RECORDABLE BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. THE REASON(S) FOR NON-RECORDATION ARE STATED BELOW. DOCUMENTS BEING RESUBMITTED FOR RECORDATION MUST BE ACCOMPANIED BY A NEW COVER SHEET REFLECTING THE CORRECT INFORMATION TO BE RECORDED AND THE DOCUMENT ID NUMBER REFERENCED ABOVE.

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SEND DOCUMENTS TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231. IF YOU HAVE ANY QUESTIONS REGARDING THIS NOTICE, YOU MAY CONTACT THE INDIVIDUAL WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723.

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KIMBERLY WHITE, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

RECORDED: 02/01/1999

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