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Dkt. 57790

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

03-01-1999



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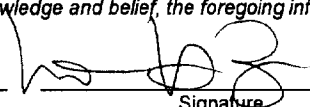
U.S. Patent & TMO/TM Mail Rpt D: #34

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trademarks

copy thereof.

MRD 3-1-99

<p>1. Name of conveying party(ies): Donruss Trading Cards, Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited liability company <input checked="" type="checkbox"/> Corporation of Delaware <input type="checkbox"/> Other _____</p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies): Name: <u>Pinnacle Brands, Inc.</u></p> <p>Street Address: <u>1845 Woodall Rodgers Freeway, Suite 1300</u> City <u>Dallas</u> State <u>Texas</u> Zip <u>75201</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation - <u>Delaware</u> <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached <input type="checkbox"/> Yes <input type="checkbox"/> No (Designation must be a separate document from Assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of Conveyance:</p> <p><input checked="" type="checkbox"/> Confirmatory Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>April 26, 1996</u></p>	<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p> <p>B. Registration No.(s)</p> <p>1. Reg No.: 1,255,294 Reg. Date: October 25, 1983 DIAMOND KING 2. Reg No.: 1,831,290 Reg. Date: April 19, 1994 THE SIGNATURE SERIES 3. Reg No.: 1,822,660 Reg. Date: February 22, 1994 THE ELITE SERIES</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Norman H. Zivin</u></p> <p>Internal Address: <u>Cooper & Dunham LLP</u></p> <p>Street Address: <u>1185 Avenue of the Americas</u> <u>23rd Floor</u> City: <u>New York</u> State: <u>New York</u> ZIP <u>10036</u></p>	<p>6. Total number of applications involved: <u>3</u></p> <p>7. Total fee (37 CFR 3.41): \$ <u>90.00</u></p> <p><input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>03-3125</u> (Attach duplicate copy of this page if paying by deposit account)</p>
DO NOT USE THIS SPACE	
<p>9. Statement and signature. <i>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.</i></p> <p><u>Norman H. Zivin</u>  <u>FEBRUARY 25, 1999</u> Name of Person Signing Signature Date</p> <p style="text-align: right;">Total Number of pages including cover sheet: <u>6</u></p>	
<p>OMB No. 0651-0011 (exp. 4/94)</p>	
<p style="text-align: center;">Do not detach this portion</p> <p>Mail documents to be recorded with required cover sheet information to:</p> <p><u>03/19/1999 JSHABAZZ 00000076 1255294</u></p> <p><u>01 FC:481</u> <u>40.00 OP</u> Commissioner of Patents and Trademarks <u>02 FC:482</u> <u>50.00 OP</u> Box Assignments Washington, D.C. 20231</p> <p>Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the office of Management and Budget, Paperwork Reduction Project. (0651-0011). Washington, D.C. 20503</p>	

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CONFIRMATORY ASSIGNMENT OF TRADEMARKS

WHEREAS, pursuant to an Asset Purchase Agreement dated April 26, 1996 (the "Purchase Agreement"), Pinnacle Brands, Inc., a Delaware corporation with its principal place of business at 1845 Woodall Rodgers Freeway, Suite 1300, Dallas, Texas 75201 (the "Assignee"), acquired from Donruss Trading Cards, Inc., a Delaware corporation with offices at 400 North Field Drive, Lake Forest, Illinois ("Assignor") (Assignor has since changes its name to Russdon Liquidation Corporation), all right, title and interest in and to the trademarks listed on Schedule I hereto, and all other registrations and applications related thereto (hereinafter the "Trademarks"), together with the goodwill of the business symbolized by the Trademarks;

WHEREAS, pursuant to the Purchase Agreement, Assignor assigned to Assignee all of the right, title and interest in and to the Trademarks;

WHEREAS, Assignor intended that all goodwill of the business symbolized by the Trademarks be assigned under the Agreement, and agreed that such goodwill was in fact part of the assignment; and

WHEREAS, Assignor and Assignee wish to confirm that assignee has acquired the entire right, title, and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged:

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1. Effective May 29, 1996, the date of closing under the Purchase Agreement, Assignor does hereby assign, sell, transfer, convey and grant to Assignee, its successors and assigns, the entire right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks, including the right to apply for all renewals with respect to the Trademarks, from the effective date hereof, the same to be held and enjoyed by Assignee, its successors and assigns to the same extent that it would have been held and enjoyed by Assignor if this Confirmatory Assignment had not been made.

2. Assignor does hereby authorize the United States Commissioner of Patent and Trademarks and the Canadian Registrar of Trademarks to register the Trademarks in the name of Assignee, its successors and assigns, in accordance with this Confirmatory Trademark Assignment.

3. Assignee acknowledges and agrees that Assignor has no outstanding or further obligations or liabilities to Assignee, including, but not limited to, any arising under, or otherwise related, to the Purchase Agreement or any transactions contemplated therein.

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IN WITNESS WHEREOF, this Assignment has been executed on this day
of November, 1998.

DONEUSS TRADING CARDS, INC.,
Now by change of name Doneuss
Liquidation Corporation

By: *[Signature]*
Name: John Saloos
Title: President

PINNACLE BRANDS, INC.

By: *[Signature]*
Name: Douglas R. Kipton
Title: President

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TOTAL PAGE.002

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004

IN WITNESS WHEREOF, this Assignment has been executed on this ___ day
of November, 1998.

DONRUSS TRADING CARDS, INC.,
Now by change of name Russian
Liquidation Corporation

[Handwritten Signature]
By: _____
Name: Juba Salones
Title: President

PINNACLE BRANDS, INC.

By: _____
Name:
Title:

[Handwritten mark]

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U.S. TRADEMARKS

<u>Mark</u>	<u>Registration No.</u>	<u>Issue Date</u>
DIAMOND KING	1,255,294	10/25/83
ACTION ALL STARS & Design	1,312,280	01/01/85
RATED ROOKIE	1,375,844	12/17/85
DONRUSS	1,526,835	02/28/89
STUDIO	1,735,693	11/24/92
THE LEGENDS SERIES	1,741,283	12/22/92
STUDIO & Design	1,781,361	07/13/93
PHENOMS	1,805,274	11/16/93
THE ELITE SERIES	1,822,660	02/22/94
THE SIGNATURE SERIES	1,831,290	04/19/94
LONG BALL LEADERS	1,847,354	07/26/94
FIRE ON ICE	1,924,619	10/03/95
HIT LIST	2,056,262	04/22/97
ROUNDRIPPERS	2,070,578	06/10/97
POWER ALLEY	2,084,654	07/29/97

CANADIAN TRADEMARKS

<u>Mark</u>	<u>Registration No.</u>	<u>Issue Date</u>
DONRUSS	472,023	01/07/94

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