



101010342

To the Commissioner of Patents and Trademarks: Please

copy thereof.

1. Name of conveying party(ies):

S&H Citadel, Inc.

- Individuals
- General Partnership
- Corporation-State of Delaware
- Other:
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other:
- Merger
- Change of Name

Execution Date: February 6, 1998

2. Name and address of receiving party(ies):

Carlson Marketing Group, Inc.
12755 State Highway 55
Minneapolis, MN 55441

- Individual(s) citizenship
- General Partnership
- Corporation-State of New Jersey
- Other:
- Association
- Limited Partnership

If assignee is not domiciled in the United States, a domestic representative designation is attached:
 Yes No
(Designations must be separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or trademark number(s):

A. Trademark Application No.(s)

B. Trademark Reg. No.(s)

75/475,098

Additional numbers attached? Yes No

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

Name: Paul A. Welter
Address: Merchant, Gould, Smith, Edell,
Welter & Schmidt, P.A.
3100 Norwest Center
90 South Seventh Street
Minneapolis, MN 55402-4131

6. Total number of applications and trademarks involved: 2

7. Total fee (37 CFR 3.41): \$40.00
 Enclosed
 Authorized to be charged to deposit account

8. Please charge any additional fees or credit any overpayments to our Deposit account number: 13-2725

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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.

Paul A. Welter

Name of Person Signing

Signature

April 1, 1999

Date

Total number of pages including cover sheet, attachments, and document: 2

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner for Patents and Trademarks
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Washington, D.C. 20231

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TRADEMARK ASSIGNMENT

WHEREAS, S&H CITADEL, INC., a corporation of the State of Delaware, having its principal place of business at 5999 Butterfield Road, Hillside, IL 60162 (hereinafter called "Assignor"), is the owner of the U.S. trademark application Serial No. 75/475,098 for the mark "BRAVO!";

WHEREAS, CARLSON MARKETING GROUP, INC., a corporation of New Jersey, having its principal place of business at 12755 State Highway 55, Minneapolis, MN 55441, (hereinafter called "Assignee") is desirous of acquiring said trademark; and

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor has sold, assigned and transferred, and by these presents does hereby sell, assign and transfer unto Assignee, the entire right title and interest in and to said trademark and trademark application, together with the goodwill and other incidents of its business associated or symbolized by said trademark.

S&H CITADEL, INC.



Name: Stewart G. Harris
Title: President

Dated: February 6, 1998