



S. PATE

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U.S. Patent & TMO/c/TM Mail Rcpt Dt. #10

To the Honorable

101065230

Please record the attachment of this document

MRD 10-05-98

1. Name of Party(ies) conveying an interest:

MICHAEL G. KAPLAN

MRD
10-5-98

Entity:

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

2. Name and Address of Party(ies) receiving an interest:

Name: GANDALF THE WIZARD CLOWN, INC.

Internal Address:

Street Address: 138 PINE STREET

City: WOODMERE

State: NY Zip: 11598

Entity:

- Individual
- General Partnership
- Corporation-State New York
- Other
- Citizenship
- Association
- Limited Partnership

3. Interest Conveyed:

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

If not domiciled in the United States, a domestic representative designation is attached:

- Yes
- No

(The attached document must be an assignment)

4. Application number(s) or registration number(s). Additional sheet attached?

A. Trademark Application No.(s)

74/419,921
75/408,559
75/408,560

TM

B. Trademark Registration No.(s)

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

Name: ARNOLD D. HERZ, ESQ.

Internal Address:

Street Address: KUPFER ROSEN & HERZ, LLP
40 Wall Street, 32nd Floor

City: New York

State: NY Zip: 10005

6. Number of applications and registrations involved:

7. Amount of fee enclosed or authorized to be charged:

3

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

990

10/27/1998 TTON11 00000004 74419921

DO NOT USE THIS SPACE

01 FC:481

40.00 OP

02 FC:482

50.00 OP

9. Date of execution of attached document: 5/2/98

10. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on:

5/28/99
Date

Signature

Michael Kaplan
Name of Person Signing

TRADEMARK

REEL: 1894 FRAME: 0715

ASSIGNMENT

WHEREAS, Michael G. Kaplan of 138 Pine Street, Woodmere, New York 11598 has adopted, used and is using a mark which is the subject of application number 75/408,560 in the United States Patent and Trademark Office; and

WHEREAS, Gandalf The Wizard-Clown, Inc., (a New York corporation) of 138 Pine Street, Woodmere, New York 11598, which corporation is wholly owned by assignor, is desirous of acquiring said mark and the application thereof;

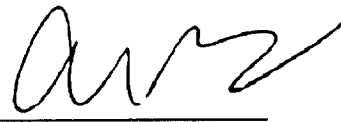
NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Michael G. Kaplan does hereby assign unto the said Gandalf the Wizard-Clown, Inc. all right, title and interest in and to the said mark, together with the good will of the business symbolized by the mark, and the above identified application thereof.

Dated: As of May 30, 1997


Michael G. Kaplan, Assignor

State of New York)
) ss.
County of New York)

On this 2nd day of October, before me appeared Michael G. Kaplan, the person who signed this instrument, who acknowledged that he signed it as a free act on his own behalf.



Notary Public

ARNOLD D. HERZ
NOTARY PUBLIC, State of New York
No. 31-5000015
Qualified in New York County
Commission Expires August 3, 1998 2000

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